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DECEMBER 2, 1983

VOLUME 6 #39/83

OSC BULLETIN

The Ontario Securities Commission
administers the Securities Act of Ontario
(R.S.O. 1980, c. 466) and the Commodity Futures
Act of Ontario (R.S.O. 1980, c. 78).

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THE ONTARIO SECURITIES COMMISSION

OSC BULLETIN

VOLUME 6 #39/83

DECEMBER 2, 1983

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CHAPTER 1
NOTICES/PRESS RELEASES

1.1 PUBLIC MEETING/TAKE-OVER BID REPORT

NOTICE

1.1 Public Meeting to Discuss Take-Over Bid Report

A Committee of securities law practitioners recently submitted a report to the Commission recommending a new framework for the regulation of take-over bids. The "Report of the Committee to Review the Provisions of the Securities Act (Ontario) Relating to Take-Over Bids and Issuer Bids" (the "Report") is the first comprehensive review of Ontario's take-over bid legislation since the 1965 Kimber Report. As indicated in prior publications of the Bulletin, the Commission is in the process of preparing amendments to the Ontario Securities Act. Without accepting at this time any of the specific recommendations made in the Report, the Commission proposes to use the Report, including the draft legislation implementing its recommendations, as a working draft for amendments to the Act.

The Commission considers it important that the policy issues raised by the Report be fully considered and debated in public. The Commission also considers it important to discuss proposed take-over bid provisions with the other Canadian Securities Administrators. It is hoped that these discussions will result in an understanding among the Securities Administrators of provinces with take-over bid provisions that they will strive for uniformity or compatibility with respect to take-over bid regulation throughout the country. The Commission considers uniformity or compatibility among the statutes regulating take-over bids in Canada to be one of its principal objectives. The Canadian Securities Administrators must work together to eliminate or minimize legislative inconsistencies between jurisdictions to ensure effective regulation of inter-provincial securities transactions in the Canadian capital markets.

The first step taken in the process of considering the Report's recommendations was to request that comments be submitted to the Commission by November 15, 1983. Copies of the comments received to date are in the Commission's public files and have been provided to the other Securities Administrators for their consideration. As a second step the Commission proposes to hold a public meeting where take-over bid policy issues may be considered and where all interested parties will be given an opportunity to comment on amendments to the take-over bid provisions of the Act. The meeting will consist of a discussion by all participants of specific take-over bid policy issues, rather than submissions on a variety of related issues by each

participant. It is anticipated that representatives of the Committee which prepared the Report will initiate the discussion of each issue and explain the related recommendation of the Report and the reason for such recommendation. This will be followed by comments from interested parties, including staff of the Commission. When discussing the policy issues raised by the Report the Commission will also be considering recommendations contained in "Proposals for Amendments to the Take-Over Bid Sections of the Canada Business Corporations Act". The Commission also hopes to consider the proposals of the Securities Industry Committee in its final report on Take-Over Bids, subject to publication of the final report prior to the date set for the meeting.

As intimated, the meeting will be reserved for a discussion of substantive policy issues rather than technical or drafting concerns. This will permit the important issues to be dealt with in the shortest time possible. In order to make the most effective use of everyone's time a policy issue agenda is set out below. Technical or drafting concerns should be communicated to Ermanno Pascutto, Legal Advisor to the Commission.

Invitations to participate in the meeting have been extended to the other Securities Administrators.

The meeting will be held on Tuesday, December 13, 1983 commencing at 9:00 a.m. at the Commission's offices in the Harry S. Bray Hearing Room. We look forward to the participation of all persons with an interest in the regulation of take-over bids.

Agenda of Policy Issues to be Considered at Public Meeting

- 9:00 A.M. 1. Definining a Take-Over Bid
- percentage of voting rights as take-over bid threshold
 - percentage level
 - calculation of offeror's voting securities on diluted basis
2. Removal of the Follow-Up Offer Obligation/Restrictions on Private Agreements at an Excessive Premium
- principle of equal opportunity or equal treatment
 - techniques for providing equal opportunity (e.g. no private agreement exemption, private agreement where no significant premium paid)
 - calculation of market price
 - control or price as nexus/appropriate level of control
 - exemptions
- 12:00 NOON 3. Integration
- concept and time periods
- 12:45 P.M. LUNCH

- 2:00 P.M. 4. Defensive Tactics
- issuance of shares/sale of assets
5. Requirement that Take-Over Bid to be made in all Provinces
- cease trade order where certain province(s) excluded
6. Role of the Courts and the Commission
- powers of Commission
 - powers of Courts
- 3:00 P.M. 7. Take-Over Bid Exemptions
- stock exchange
 - private corporations/non-reporting issuers with less than 50 Ontario holders
 - de minimis
 - sales among a control group
 - minimal Ontario connection
8. Issuer Bid Exemptions
- employee
 - private agreement
 - de minimis
- 4:00 P.M. 9. Rules Governing the Making of Take-Over Bids and Issuer Bids
- communication of bid
 - time periods
 - restrictions on purchases
 - withdrawal periods
 - conditions
 - recommendation by board
 - disclosure
10. Non-Voting Shares
- take-over bid code to apply to offers for non-voting shares
 - mandatory "coat-tail"provisions
11. Definitions

1.2 ADDRESS TO FINANCIAL POST, BY PETER J. DEY

ADDRESS TO FINANCIAL POST.
BY PETER J. DEY

It is a distinct honour for me to participate in this important annual event, held to recognize those issuers which have achieved high levels of shareholder communication and general disclosure in their annual reports.

This event has a counterpart at the Ontario Securities Commission. Whereas F.P. recognizes the best examples of disclosure, our responsibility at the commission is to recognize the worst examples of disclosure.

The environment for our event is a little different. The menu is certainly not as good. The awards are not as attractive - although we certainly hope that they attract as much publicity. The invitations to our events are almost always accepted, and you don't have to pay \$225 for a table of ten.

Indeed, both the Financial Post and the Securities Commission are working, in their own way, to provide incentives for full, true and plain disclosure.

Today, I would like to talk to you about two subjects: One concerns disclosure, and the other is a very current topic - financial institutions and the capital markets.

First, some recent regulatory initiatives concerning disclosure. And, to put this discussion in context, I should tell you that I am, in effect, responding to concerns expressed to the Commission by a major Canadian corporation about a proposal to extend statutory civil liability to certain documents published by companies in the secondary market.

Perhaps the single most important development in securities regulatory policy in recent years, is the movement to integrate disclosure required in the primary market by prospectus, with disclosure required in the secondary market, such as by press release, or interim report. By integrate, I mean designing disclosure rules for one market, which, to the extent possible, make use of the disclosure in the other market. The objective of the law makers in integrating disclosure requirements is to reduce redundancy, thereby reducing costs, and facilitating new issues of securities.

It wasn't long ago when the principal disclosure document in the securities markets was the prospectus. Having gone public, the company issuing the prospectus might feel an obligation to supplement the prospectus with an annual report and perhaps with a semi-annual report. But these reports were produced in response to corporate law requirements, not securities law.

Timely disclosure of material changes in the affairs of public companies was not, at that time, formally recognized in the law. During the 1970's, securities regulators gave greater prominence to timely disclosure. In the late 70's, timely disclosure policies were replaced by provisions in the Securities Act itself.

Now it is an offence for an issuer to fail to publicize a material change in its affairs immediately after the change occurs. Although it is an offence, no statutory rights of action have yet been conferred upon investors who may have incurred a loss as a result of a misleading press release.

The objectives of disclosure in the primary and secondary markets are similar:

One - to inform the vendor and the purchaser;

Two - to enforce the due diligence process on the authors of the disclosure; and

Three - to expose the affairs of the issuer to the disinfecting impact of the sunlight let in by disclosure.

There is one added dimension in secondary market disclosure, and that is the timeliness of the disclosure. The timing of a prospectus is determined by the issuer and the underwriter, depending upon a variety of considerations. The timing of a material change report is determined by the timing of the occurrence of the event, which may not always be within the control of the issuer.

In the final analysis, whether disclosure is made in a glossy and professionally printed prospectus with certificates, or in a handwritten press release, the impact of the information in the marketplace can be equally important.

The reason I set out the objectives, is that one of the questions that we have to ask as securities regulators is the extent, if any, to which these objectives are being compromised by the move to integrate the disclosure requirements.

How is the move to integration reflected in our laws? The evolution in 1982 of the short form prospectus, as part of the prompt offering prospectus system - or, the "POP System" - is the best, of a number of examples, of the integration of the disclosure regimes in the primary and secondary markets. The system is quite simple.

When the issuer wants to make a general offering of securities, the offering can be done in a much compressed time frame, using a short form prospectus which incorporates by reference the annual information form, press releases and interim reports published since the date of the annual information form.

Participation in the POP System is available to "blue chip" companies - companies with a certain market float and of a certain size - which is another way of saying, companies with "deep pockets" in the event of inaccurate disclosure. Participation in the system is voluntary. Forty five issuers have qualified for the system, and in 1983, have raised approximately 900 million dollars in equity, and approximately 625 million dollars in debt, using the system.

Securities regulators and market participants have become heavily dependent upon disclosure in the secondary market. Continuous disclosure has assumed an importance to us equal to the prospectus. Now the question arises, what price are we paying for this integration of disclosure, or this shift to continuous disclosure from the prospectus, and - is it worth it?

I think in general terms there are three costs to the capital markets arising out of this shift - costs which regulators have to address.

The first is one which we have not yet formally addressed, and that is, whether the impact on the due diligence process of using short form prospectuses and reduced reliance on the full prospectus has compromised the quality of disclosure. My first impression is that issuers and underwriters

have adjusted their procedures in order to sign those prospectus certificates, and directors and officers of issuers are generally involving themselves more intensively in the issuance of releases and reports in the secondary market. This aspect of integration will have to be canvassed further before the POP System is extended to those issuers whose pockets aren't so deep.

The second cost of integration relates to the remedies available to investors in the secondary markets. As reliance upon disclosure for investor protection has shifted from the prospectus to timely and regular disclosure in the secondary markets, there has not been a commensurate shift in investor rights. Whereas an investor who purchases securities offered by prospectus has a statutory right of action for a misrepresentation in a prospectus, an investor in the secondary market who suffers as a result of a misrepresentation in a press release, does not have a similar right of action under the statute. He must rely upon his general legal rights at common law, which may impose serious obstacles to the proof of his claim.

For example, the common law may require him to show that he actually read the press release. It is more likely, however, that he relied upon his broker for investment advice, expecting that his broker would be current, and had studied all available materials.

The inconsistency in investor rights applied to a prospectus in contrast with investor rights applied to statements in the secondary market, is being compounded - or refined - depending upon your perspective, by the emergence of the short form prospectus. If an issuer in the POP System makes an offering using a short form prospectus, incorporating by reference timely disclosure documents such as a press release, the rights of action of shareholders attaching to the prospectus also extend to the press release.

The investor in the offering will have a statutory right of action based on a misrepresentation in the press release, but the investor in the secondary market, who may equally have been misled by the same press release, doesn't have a comparable statutory right. This is a cost which is being incurred primarily by investors. Their dependency upon disclosure in the secondary markets has increased, but their rights of action have not kept pace.

A third cost is being incurred by some issuers which qualify for use of the short form prospectus, and indirectly by their shareholders. These issuers have been discouraged from using the system because of the undefined liabilities.

Don't forget that this scheme was designed to allow issuers to take advantage of quick access to the capital markets - access in a time frame that would not be possible under conventional prospectus procedures. This cost became apparent to me when one of my fellow commissioners passed on a comment made to him by one of Canada's largest securities issuers - an issuer which qualifies for the POP System.

The comment was to the effect that the issuer has intentionally refrained from qualifying under the system because of concerns about the liabilities to which directors of the issuer would be exposed for inaccurate press releases and other documents incorporated by reference in short form prospectuses.

I have a limited degree of sympathy for the issuer, because under the existing law, the standards of care applicable to press releases incorporated by reference in a short form prospectus, are not designed for press releases, but are designed for documents produced in the carefully orchestrated prospectus environment.

We know that the circumstances for announcing material changes are not always as carefully orchestrated, and may not realistically permit the same standard of care to be exercised by directors as the standard of care applied in preparing a prospectus. Directors may thereby be exposed to unusual risks. On the other hand, if this company is saying that it is not taking advantage of the POP System because doing so will reduce the exposure of the company and its directors and officers to liability, then I think the company's motivation is questionable.

The liability of the company, and perhaps of the directors and officers, for inaccurate press releases already exists, although it may not be clearly defined. What concerns us is, that there may be other companies which are depriving themselves and their shareholders of the benefits of POP financings because of concerns about the extent of the liability under that system.

We are therefore considering amending the Securities Act in a manner which eliminates these costs and inconsistencies by proposing legislative amendments to confer upon investors in the secondary markets, rights of action which are comparable to those in the primary market. The new legislative provision would have to address a number of regulatory concerns, including the following:

First - a means for limiting the extent of the exposure of the issuer may have to be devised to ensure that the issuer is not crippled by a misleading press release, or by an untimely press release.

Second - the legislation will have to spell out which documents attract statutory liability.

Our preliminary thinking is that liability should be limited to those documents which an issuer is obligated to file with the Commission, so that, at least for the time being, the "lawyers" aren't writing the president's speeches.

Third- in identifying those who are liable for misleading statements, we will have to recognize how corporations operate and fix liabilities against those who realistically have responsibility for the preparation of particular documents.

The fourth regulatory concern is that standards of care would have to be spelled out, recognizing the variety of environments which exist when documents are published - from the carefully planned directors meeting at which prospectuses are approved - to the hurly burly environment for issuing press releases in the midst of a contested take-over bid. Soon we will be publishing a proposal for comment, and hope you will give us the benefit of your thoughts on the proposal.

At this point, I would like to take just a couple of moments to update you on the Commission's implementation of the report on financial institutions and the securities industry, and to respond to some comments on the report. I will assume you are familiar with the background.

A process was designed by the Commission, with the participation of all parties, for airing the issues raised by the service proposed to be offered by the T.D. Bank. The ensuing meeting before the Commission was not to re-think the organization of the financial system - the so-called "four pillar concept" - but to assess the implications for one pillar - the securities industry - of financial institutions gathering orders to trade securities and funnelling them into the brokerage system for execution at discount rates.

The Commission's unanimous recommendations have been well publicized. In reaching its recommendations, the Commission defined the core function of the securities industry - a metaphor often used in discussions of our financial system.

In our view, by definition, the use of this metaphor to analyze any sector of the financial system results in the identification of a single core function. The Commission believes that of the various functions performed by the securities industry in the Canadian financial system, the core function is underwriting, or the new issue business. The discharge of this function by the industry contributes long term and permanent capital to Canadian entrepreneurs who use the capital to create products, jobs, and so on.

Some representatives of the industry have criticized the definition as being too narrow, arguing that the industry has several core functions. I believe this criticism should be directed more at the metaphor than to the analysis.

What the Commission did say, was that there are other functions essential to, and supportive of, the discharge of the core function - full service brokerage - implicit in which is the solicitation of orders and the provision of investment advice. The discharge of these functions provides the network through which the underwritten risk is redistributed. The objective of these various tags is, of course, to identify those functions which should be preserved exclusively for the securities industry.

You can call them all core functions (which we don't) or, you can call them core and essential functions (which we do). That was the purpose of the release made last week by the securities administrators at our annual meeting in Vancouver. The release states that the OSC Report recognizes that the underwriting and brokerage functions are fundamental to, and are to be preserved exclusively for, the securities industry.

The Commission has made a firm commitment to the industry to exercise its powers to preserve the core and essential functions which, I think, for my own personal safety, I will now call "protected functions".

The offset for this commitment is that the industry will have to continue to compete with financial institutions in accepting unsolicited brokerage orders - brokerage orders obtained without the provision of investment advice. The Commission has published for comment, drafts of its orders and the proposed conditions of registration which will enable the Commission to control the order gathering activities of financial institutions.

The Commission proposal will enable it to discharge its proper role as regulator of activities in the capital markets responsive to new developments in the markets, until the government has had an opportunity to consider the policy issues raised by the Commission recommendations, and its legislative response. To say that the Commission should have avoided the issue and passed it on to the government from the outset, is unrealistic - unrealistic in that the Commission was faced with developing a response to a new service in a compressed time frame - and it has responded.

Any other response would have resulted in either a monumental constitutional battle, or the service being offered without controls. We think the process to arrive at the recommendations was fair, and provided an opportunity for all parties to fully present their points of view. We welcome the necessary debate of the merits of the decision. Indeed, we concede that the policy implications in the long term for the organization of our financial system must be assessed by government.

I have had extensive discussions with Dr. Elgie, the Ontario Minister of Consumer and Commercial Relations, about the pressures upon the Canadian segregated financial system. As you are probably aware, Dr. Elgie oversees not only the Securities Commission, but also financial institutions, including trust companies and insurance companies. He considers it a top priority for his Ministry to study recurring issues in the provision of financial services - issues such as:

- Are financial supermarkets desirable or possible within our financial system?

- Cross ownership; and

- Diversification and networking of financial services.

It will be a fascinating debate in which all capital market participants should engage.

In closing, I am grateful to the Financial Post for this opportunity to describe some of the issues raised by the evolution of our disclosure system, and to describe one proposal for dealing with this evolution, and also for the opportunity to elaborate upon the OSC Report on the banks and brokers.

We live in exciting times - times in which our traditional regulatory structures, whether they relate to disclosure for investor protection or to participation in the capital markets, will be tested by the winds of change.

1.3 JUPITER RESOURCE EXPLORATIONS LIMITED

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF JUPITER RESOURCE EXPLORATIONS LIMITED

NOTICE OF HEARING
(Section 123)

WHEREAS the Ontario Securities Commission (the "Commission") made a Temporary Order pursuant to section 123(3) of the Securities Act, R.S.O. 1980, c.466 (the "Act") dated November 18, 1983 that all trading in securities of JUPITER RESOURCE EXPLORATIONS LIMITED ("JUPITER") should cease for a period of fifteen days;

NOW TAKE NOTICE that the Commission will hold a hearing pursuant to section 123(3) of the Act at its office on the 18th floor, 20 Queen Street West, Toronto on Friday, December 2, 1983 at 10:30 o'clock in the forenoon, or so soon thereafter as the hearing can be held, to consider whether the said Temporary Order should be extended because satisfactory information has not been provided to the Commission;

AND TAKE NOTICE that upon the failure of JUPITER RESOURCE EXPLORATIONS LIMITED to attend at the time and place aforesaid, the hearing may proceed in its absence and it is not entitled to any further notice in the proceedings.

November 28, 1983.

"Julie-Luce B. Farrell"

TO: JUPITER RESOURCE EXPLORATIONS LIMITED
67 Richmond Street, West
Suite 305
Toronto, Ontario
M5H 1Z5

CHAPTER 2
DECISIONS, ORDERS AND RULINGS

2.1 CSR HOLDINGS, INC.

IN THE MATTER OF THE SECURITIES ACT
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF A TAKE-OVER BID BY CSR
HOLDINGS, INC. FOR UP TO 42,837 COMMON
SHARES (28.56% OF THE TOTAL OUTSTANDING
COMMON SHARES) OF THE CAPITAL STOCK OF
THE CANADA SOUTHERN RAILWAY COMPANY.

ORDER
(Section 99(e))

UPON the application of CSR Holdings, Inc. ("Holdings") to the Ontario Securities Commission (the "Commission") pursuant to section 99(e) of the Securities Act, R.S.O. 1980, c. 466, as amended (the "Act"), for an Order permitting Holdings to extend the Expiry Date of its Offer to shareholders of The Canada Southern Railway Company ("Canada Southern") from November 8, 1983 until November 21, 1983;

AND UPON Holdings representing that:

1. Holdings is a corporation incorporated under the laws of the State of Delaware, one of the United States of America.
2. Canada Southern is a corporation incorporated under the laws of Canada but is not a corporation subject to the Canada Business Corporations Act.
3. The Shares of Canada Southern are listed on the Montreal Stock Exchange. Canada Southern has approximately 230 Shareholders who have a Canadian registered address and 173 Shareholders who have a United States registered address. Of the Canadian Shareholders, the following number of Shareholders have registered addresses in the following provinces: British Columbia 8; Alberta 3; Saskatchewan Nil; Manitoba 6; Ontario 193; Quebec 17; New Brunswick 2; Nova Scotia 1; Prince Edward Island Nil; Newfoundland Nil. The Canadian Shareholders hold 30,702 Shares of Canada Southern.

4. Holdings made an Offer dated October 11, 1983 to purchase for \$220.00 U.S. (approximately \$271.00 Canadian) cash up to 42,837 Shares (28.56% of the total outstanding Shares) of Canada Southern, being all of the outstanding Shares except 107,163 Shares (71.44% of the total outstanding Shares) of Canada Southern which were registered at the date of the Offer in the name of Consolidated Rail Corporation of Philadelphia, Pennsylvania, a corporation owned and controlled by the United States government.
5. It is a condition of Holdings Offer that a minimum of 28,000 Shares (18.67% of the total outstanding Shares) be deposited in acceptance of the Offer.
6. Holdings Offer was made to United States Shareholders as well as to Canadian Shareholders of Canada Southern. The Shares of Canada Southern are not registered under the United States Securities Exchange Act of 1934, as amended, but the Offer is regulated by certain provisions of that Act of general application relating to bids.
7. Under applicable United States law, the Offer had to be open for a minimum of 20 business days (28 days) which is longer than the minimum 21 day period required under the securities legislation of the various provinces of Canada.
8. Holdings Offer presently expires at 5:00 p.m., New York City time, on Tuesday, November 8, 1983 (the "Expiry Date"), thus giving Shareholders 28 days or 20 business days to tender their Shares.
9. Holdings is desirous of extending the Expiry Date of its Offer.
10. The securities legislation of the various provinces of Canada requires (without this Order and other similar provincial orders) that Holdings take up and pay for the Shares 35 days from the date of the Offer, namely Tuesday, November 15, 1983, or abandon its Offer.
11. Should Holdings extend its Offer only until November 15, 1983, Holdings has expressed concern:
 - (a) that notice of the extension made on November 8, 1983 and mailed on November 9, 1983, might not reach Shareholders in the normal course of the mails in time to permit tendering by Shareholders prior to November 15, 1983;
 - (b) that the statutory period for withdrawal of Shares automatically opened by any extension of the Expiry Date to November 15, 1983 will, in several provinces of Canada, extend beyond November 15, 1983, thus exposing Holdings to withdrawal after November 15, 1983 should Holdings obtain its required number of 28,000 Shares and take up those Shares on November 15, 1983. The following are the applicable provisions:

Securities Act (Alberta) Section 134(d) (ii)

 - as amended by General Order of the Alberta Securities Commission July 7, 1982.
 - Withdrawal period 10 days from sending the notice of variation.

Securities Act (British Columbia) Section 80(c)

- 7 days withdrawal period from date of Offer. No apparent provision for re-opened withdrawal rights upon extension

The Securities Act (Manitoba) Section 81(4)

- 7 day withdrawal period from the mailing of the varied Offer

The Securities Act (Ontario) Section 90(3) and Section 89(1)4

- 10 day withdrawal period from the date of the varied Offer

The Securities Act (Saskatchewan) Section 89(c)

- withdrawal period - 7 days from date of Offer. No apparent provision for re-opened withdrawal rights upon extension.

Securities Act (Quebec) Section 137

- 10 day withdrawal period from date of amended Offer.

12. Holdings has requested an Order permitting Holdings to extend the Expiry Date until 5:00 p.m. New York City time on Monday, November 21, 1983 and establishing the date of termination of the Shareholders right of withdrawal as 12:00 noon New York City time on Monday, November 21, 1983.

AND UPON the Commission being of the opinion that to grant this Order would not be prejudicial to the public interest;

IT IS ORDERED pursuant to section 99(e) of the Act that Holdings be and it is hereby exempted from the requirements of section 89(1)13 of the Act with respect to the Offer, provided that:

1. The date of Holdings Offer shall remain October 11, 1983;
2. Holdings may on Tuesday, November 8, 1983, extend the Expiry Date of its Offer dated October 11, 1983 to expire at 5:00 p.m. New York City time, on Monday, November 21, 1983;
3. If Holdings elects to extend the Expiry Date of its Offer as herein authorized, Holdings shall mail a Notice of Extension to Shareholders not later than Wednesday, November 9, 1983, and the Shareholders' statutory right of withdrawal shall commence on the date of such mailing and shall terminate at 12:00 noon New York City time on Monday, November 21, 1983, and such right of withdrawal shall be communicated to Shareholders as part of such Notice of Extension;

4. All other terms and conditions of the Offer which are not inconsistent with this Order shall remain unchanged; and
5. In all other respects, Part XIX of the Act shall continue to apply to the Offer as extended.

November 7, 1983.

"Peter J. Dey"

"Keith E. Boast"

2.2 ST. LAURENT SHOPPING CENTRE LIMITED

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, C.466

AND

IN THE MATTER OF ST. LAURENT SHOPPING CENTRE LIMITED

ORDER
(Section 117(2) (a) (ii))

UPON the application received in completed form on April 13, 1983, of ST. LAURENT SHOPPING CENTRE LIMITED (the "Issuer"), a company incorporated under the laws of the Province of Ontario, to the Ontario Securities Commission (the "Commission") pursuant to section 117(2) (a) (ii) of the Securities Act, R.S.O. 1980, c.466 (the "Act") for an order exempting certain of its insiders from the requirements of sections 102 and 105 of the Act;

AND UPON the Issuer having submitted to the Commission a list of its affiliated companies which it represents as disclosing all its major subsidiaries within the meaning of Commission Policy 10.1; and the Addendum thereto ("Major Subsidiaries") and all its major affiliates ("Major Affiliates");

AND UPON the Commission being satisfied in the circumstances of this particular case there is adequate justification for making this Order, and the conditions herein seeming just and expedient to the Commission;

IT IS ORDERED pursuant to section 117(2)(a)(ii) of the Act that the directors and senior officers of the subsidiaries and affiliates of the Issuer, excepting those hereinafter specified, be and they hereby are exempted from the requirements of sections 102 and 105 of the Act with respect to the Issuer;

AND IT IS FURTHER ORDERED that the exemptions contained in this Order do not apply to those directors and senior officers of subsidiaries and affiliates of the Issuer:

1. who in the ordinary course receive knowledge of material facts or changes with respect to the Issuer prior to general disclosure of such facts or changes;
2. who are or become directors or senior officers of any of the Major Subsidiaries and Major Affiliates;
3. who are or become insiders of the Issuer by reason of subparagraphs 1(1)(17)(i) or (iii) of the Act; or

4. whom the Commission has by further order denied the exemptions contained in this Order;

AND IT IS FURTHER ORDERED that the following are conditions of this Order:

1. The Issuer shall maintain a continuous review of the senior officers and directors of its affiliated companies and shall advise the Commission promptly of any of them which become, or cease to be, exempted by this Order;
2. The Issuer shall, upon the request of the Commission or its staff furnish any information reasonably necessary to determine whether a senior officer or director of any affiliate is or is not exempted by this Order.

November 23, 1983.

"John F. Leybourne"

Major Affiliates of St. Laurent Shopping Centre Limited:

Kerrybrooke Development Limited
Simpsons-Sears Properties Limited
Simpsons-Sears Limited
Sears, Roebuck & Co.

There are no subsidiaries of St. Laurent Shopping Centre Limited.

2.3 DESJARDINS SPEC FUND

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, C.466

AND

IN THE MATTER OF DESJARDINS SPEC FUND

ORDER
(Section 82)

UPON the application received and perfected November 8, 1983, of DESJARDINS SPEC FUND an investment fund created under the laws of Quebec, to the Ontario Securities Commission (the "Commission") for an order pursuant to section 82 of the Securities Act, R.S.O. 1980, c.466 (the "Act");

AND UPON it being represented that DESJARDINS SPEC FUND now has fewer than fifteen security holders whose latest address as shown on its books is in Ontario;

AND UPON the Commission being satisfied that to grant this order would not be prejudicial to the public interest;

IT IS ORDERED pursuant to section 82 of the Act that DESJARDINS SPEC FUND be and hereby is deemed to have ceased to be a reporting issuer for the purposes of the Act for so long as it shall have fewer than fifteen security holders whose latest address as shown on its books is in Ontario.

November 24, 1983.

"R. J. Kane"

"J. W. Blain"

2.4 BRIDGMAN, SHAUGHNESSY, ROBERTSON

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF JON DALLAS BRIDGMAN,
JOSEPH MICHAEL SHAUGHNESSY & DAVID BRIAN ROBERTSON

ORDER
(Section 26)

UPON the Ontario Securities Commission (the "Commission") having issued a Notice of Hearing (the "Hearing") pursuant to subsection 26(1) of the Securities Act, R.S.O. 1980, c.466 to be held at its offices on the 18th floor, 20 Queen Street West, Toronto, Ontario on Friday, November 25, 1983 at the hour of 10:00 o'clock in the forenoon, in connection with this matter;

AND UPON each respondent in this matter having requested an adjournment of the Hearing;

AND UPON the staff of the Commission not having opposed such request;

AND UPON it appearing to the satisfaction of the Commission that an adjournment is required to permit an adequate hearing to be held;

IT IS ORDERED that the Hearing be adjourned sine die, to be brought on on not less than 10 business days' notice.

November 25, 1983.

"J. W. Blain"

"E. S. Miles"

"R. J. Kane"

2.5 LORIE RESOURCES INC.

Headnote

section 73 - Issuance of shares to creditor - debt arose in connection with sale of mining claims - first trades to be in accordance with subsection 71(4) - issuer to provide purchaser with a copy of ruling and a statement that protections provided by the Securities Act unavailable - issuer to file acknowledgement by purchaser

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF LORIE RESOURCES INC.

RULING
(Section 73)

UPON the application of Lorie Resources Inc. ("Lorie") to the Ontario Securities Commission (the "Commission") for a ruling pursuant to section 73 of the Securities Act, R.S.O. 1980, c. 466 (the "Act"), that the proposed issuance by Lorie of an aggregate of 10,000 common shares to Gaston Vezina and Yvan Vezina (the "Vezinas") is not subject to section 24 or 52 of the Act;

AND UPON it appearing to the Commission that:

1. Lorie, an Ontario corporation, is a reporting issuer as defined in the Act, and is not in default of any requirement of the Act or the Regulation made thereunder (the "Regulation");
2. Lorie's issued and outstanding capital consists of 679,864 common shares without par value and 500,000 preference shares with a par value of one-tenth of one cent each;
3. 169,966 common shares of Lorie are reserved for issuance in connection with outstanding warrants which expire on August 31, 1984;
4. Lorie is indebted to the Vezinas in the amount of \$3,000, being the cash consideration for certain mining claims acquired by Lorie from the Vezinas;
5. In order to discharge the aforesaid debt, Lorie proposes to issue an aggregate of 10,000 common shares to the Vezinas at a price of \$0.30 per share; and
6. The Vezinas are not associated or affiliated with Lorie;

AND UPON the Commission being satisfied that to make this ruling would not be prejudicial to the public interest;

IT IS RULED pursuant to section 73 of the Act that the issuance by Lorie of 10,000 common shares to the Vezinas is not subject to section 24 or 52 of the Act provided that:

1. The first trade in each of the common shares acquired by the Vezinas pursuant to this ruling shall be made in accordance with the provisions of subsection 71(4) of the Act as if such shares had been acquired by the Vezinas pursuant to an exemption referred to in subsection 71(4);
2. Lorie shall provide each of the Vezinas with a copy of this ruling together with a statement (the "Statement") that as a consequence of this ruling sought by Lorie, certain protections, rights and remedies related to the prospectus provisions of the Act, including statutory rights of rescission or damages, will be unavailable to the Vezinas; and
3. Lorie shall obtain from each of the Vezinas and file with the Commission a written acknowledgement in a form acceptable to the Director that the Vezinas:
 - (a) have received a copy of this ruling and of the Statement;
 - (b) are aware of the limitations imposed by this ruling upon disposition of the common shares to be issued pursuant to this ruling; and
 - (c) waive the protections, rights and remedies referred to in the Statement to the extent that they otherwise may have been available to the Vezinas.

November 24, 1983.

"Frank Iacabucci"

"J. W. Blain"

2.6 CONSOLIDATED MONTCLERG MINES LIMITED/NORTHOKA HOLDINGS LIMITED

Headnote

Section 73 - Shares issued pursuant to exemption in clause 71(1)(m) still subject to hold period - urgent financial need of applicant

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF CONSOLIDATED MONTCLERG MINES LIMITED AND
NORTHOKA HOLDINGS LIMITED

RULING
(Section 73)

UPON the application of Northoka Holdings Limited ("Northoka") to the Ontario Securities Commission (the "Commission") for a ruling pursuant to section 73 of the Securities Act, R.S.O. 1980, c. 466 (the "Act") that trades by Northoka in up to 50,000 common shares of Consolidated Montclerg Mines Limited ("Montclerg") are not subject to section 52 of the Act;

AND UPON the Commission having read the application and the recommendation of the staff of the Commission;

AND UPON it appearing to the Commission that:

1. Northoka is a company incorporated under the laws of Ontario and is a "private company" as that term is defined in the Act;
2. Montclerg is a company incorporated under the laws of Ontario and is a reporting issuer under the Act not in default of any requirement of the Act or the Regulation thereunder (the "Regulation");
3. By agreement dated November 25, 1982, Northoka sold certain mining claims (the "Claims") in the Sunday Lake property in the District of Cochrane, Porcupine Mining Division, to Montclerg;
4. As partial consideration for the sale of the Claims, Northoka received 100,000 common shares of Montclerg which shares (the "Shares") were issued by Montclerg pursuant to the exemption contained in clause 71(1)(m) of the Act;
5. The Director of the Commission did not consider it necessary for Northoka to enter into an escrow or pooling agreement with respect to the Shares;
6. The Shares are subject under the Act to a hold period of eighteen months from the date of the issuance of the Shares to Northoka; and
7. The Shares represent almost all of the assets of Northoka and in order to permit that company to continue to carry on its business it wishes to sell 50,000 of the Shares;

AND UPON the Commission being satisfied that to grant this ruling would not be prejudicial to the public interest;

NOW THEREFORE IT IS RULED pursuant to section 73 of the Act that the sale by Northoka of up to 50,000 of the Shares is not subject to section 52 of the Act provided that:

1. Northoka files with the Commission within ten days of the sale of any of such Shares a report prepared and executed in accordance with Form 21 under the Regulation;
2. no unusual effort is made to prepare the market or to create a demand for the Shares; and
3. no extraordinary commission or consideration is paid in respect of such sale.

November 24, 1983.

"Frank Iacabucci"

"J. W. Blain"

2.7 TURBO RESOURCES/MERLAND EXPLORATIONS/BANKENO MINES LIMITED

2.8 EXEMPT PURCHASERS

2.8.1 CANADIAN SECURITY GROWTH FUND LIMITED

2.8.2 CANADIAN GAS AND ENERGY FUND LIMITED

EXEMPT PURCHASERS

CANADIAN SECURITY GROWTH FUND LIMITED

The Commission granted recognition to Canadian Security Growth Fund Limited as an exempt purchaser under ss. 34(1)4 of the Securities Act, 1980, for the ensuing twelve months.

CANADIAN GAS AND ENERGY FUND LIMITED

The Commission granted recognition to Canadian Gas and Energy Fund Limited as an exempt purchaser under ss. 34(1)4 of the Securities Act, 1980, for the ensuing twelve months.

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF TURBO RESOURCES LIMITED,
MERLAND EXPLORATIONS LIMITED AND
BANKENO MINES LIMITED

O R D E R

(Section 99(e), 140 and 16(3))

UPON the application of Turbo Resources Limited ("Turbo") to the Ontario Securities Commission (the "Commission") for the following orders:

1. pursuant to subsection 99(e) of the Securities Act, R.S.O. 1980, c. 466 (the "Act"), for an order exempting Turbo from the requirements of Part XIX of the Act in respect of any obligation Turbo may have thereunder to offer to purchase any of the no par value common shares (the "Common Shares") or the \$2.00 cumulative redeemable convertible preferred shares Series A (the "Preferred Shares") of Merland Explorations Limited ("Merland");
2. pursuant to the provisions of Turbo's Stock Exchange Take-over Bid dated July 16, 1981, as clarified, to purchase 5,000,000 Merland Common Shares of Merland (the "Clarification Offer"), for an order exempting Turbo from any obligation Turbo may have thereunder to purchase any of the Common Shares or Preferred Shares of Merland;
3. pursuant to section 140 of the Act, for an order revoking the Order made by the Commission pursuant to subsection 124(1) of the Act on October 28, 1982 (the "Section 124 Order") which ordered that the exemptions contained in sections 34, 71, 72 and 88 of the Act do not apply to Turbo;
4. pursuant to section 140 of the Act, for an order revoking the Temporary Order made by the Commission pursuant to subsection 123(3) of the Act on March 22, 1983 (the "Section 123 Temporary Order") which ordered that trading shall cease in the following securities (the "Cease Traded Securities"):

- (i) the 10,074,687 Common Shares of Merland indirectly purchased by Turbo from Compass of Canada Limited on July 3, 1981 and directly purchased pursuant to Turbo's Stock Exchange Take-over Bid dated July 16, 1981;
 - (ii) the common shares of Bankeno Mines Limited ("Bankeno") acquired by Turbo in exchange for certain of Turbo's oil and gas assets pursuant to agreements between Turbo and Bankeno dated January 21, 1982;
 - (iii) the common shares of Bankeno and warrants for the purchase of Bankeno shares which were issued by Bankeno to Turbo in consideration for the transfer of the common shares of Merland referred to in the preceding clause (i) pursuant to an offer by Bankeno dated January 26, 1982, as amended, to purchase all of the outstanding Common Shares of Merland; and
 - (iv) all other common shares of Bankeno and warrants for the purchase of common shares of Bankeno acquired by Turbo on or before March 22, 1983.
5. pursuant to subsection 16(3) of the Act for an order revoking the Directions made by the Commission pursuant to subsection 16(1) of the Act on March 22, 1983 (the "Section 16 Directions") and addressed to Turbo, Bankeno and their affiliates, associates and nominees and the Canadian Imperial Bank of Commerce (the "CIBC") which ordered that the Cease Traded Securities be held by such persons until notified otherwise by the Commission;

subject to the conditions described in Turbo's application;

AND UPON the Commission having held a hearing on November 8, 1983 to consider whether the orders requested should be granted, and having heard counsel for Turbo, for Maison Placements Canada Inc., the Canadian Imperial Bank of Commerce and the Commission staff;

AND UPON the Commission being advised that the Turbo Settlement Offer, as defined in the Turbo Information Memorandum dated September 14, 1983 (the "Information Memorandum") was mailed on or about September 17, 1983 to the Merland Minority Shareholders, (as defined in the Information Memorandum), and that such Settlement Offer was accepted by the holders of a combined majority of the Common Shares (as to one vote per Common Share) and Preferred Shares (as to 2.233 votes per Preferred Share) of Merland which were represented by duly completed Letters of Acceptance deposited with the Depositary specified in the Information Memorandum;

AND UPON Turbo having given its assurance to use its best efforts to obtain the maximum price possible in the circumstances for the Settlement Assets;

AND UPON the Commission having formed the opinion that it would not be prejudicial to the public interest to make this Order;

1. IT IS ORDERED pursuant to subsection 99(e) of the Act and pursuant to the Clarification Offer that upon the distribution of the Settlement Proceeds, if any, by the Trustee, subject to and in accordance with the terms of the Settlement Offer, Turbo shall be exempt from both the requirements of Part XIX of the Act in respect of any obligation Turbo may have thereunder and the terms of the Clarification Offer to purchase any of the Common Shares or Preferred Shares of Merland, PROVIDED that this paragraph shall only take effect if the aforementioned distribution takes place on or before February 1, 1984.

2. AND IT IS ORDERED pursuant to section 140 of the Act that the Section 124 Order shall be revoked upon

- (i) the payment of the Settlement Proceeds, if any, directly to the Trustee; and
- (ii) the filing by Turbo of a Notice of Abandonment with respect to Turbo's pending appeal from the Section 124 Order;

3. AND IT IS FURTHER ORDERED pursuant to section 140 of the Act that the Section 123 Temporary Order shall be revoked upon the payment of the Settlement Proceeds, if any, directly to the Trustee, that the Trustee shall distribute the Settlement Proceeds, if any, to the holders of the Common Shares and the Preferred Shares of Merland, subject to and in accordance with the terms of the Settlement Offer and that the operation of this paragraph is subject to and in accordance with the following additional terms and conditions:

- (i) Turbo shall bear the costs and expenses for the establishment and administration of the Trustee;
- (ii) the Settlement Proceeds, if any, shall be paid to and held by the Trustee in Ontario;
- (iii) the revocation of the Section 123 Temporary Order shall permit Turbo to sell the Settlement Assets free and clear of any Commission Orders;
- (iv) Turbo, pending the effective operation of this paragraph, is permitted to take any acts in furtherance of the sale of Settlement Assets excepting the actual disposition of any of the Cease Traded Securities.

4. AND IT IS FURTHER ORDERED pursuant to subsection 16(3) of the Act that the Section 16 Directions shall be varied and revoked, subject to and in accordance with the following terms and conditions:

- (i) immediately prior to the closing of the sale of the Settlement Assets, the Section 16 Directions shall be varied to apply in addition to the Ceased Traded Securities to the Settlement Proceeds, if any, to be derived from such sale;
- (ii) upon the closing of the sale of the Settlement Assets the Section 16 Directions shall be further varied to permit the said sale to proceed;

(iii) the revocation of the Section 16 Directions, as varied, shall only take effect upon the distribution of the Settlement Proceeds, if any, by the Trustee, subject to and in accordance with the terms of the Settlement Offer;

5. AND IT IS FURTHER ORDERED that the words Settlement Proceeds, Trustee, and Settlement Assets, wherever they appear in this Order, shall have the same meaning as in the Information Memorandum accompanying the Settlement Offer.

DATED at Toronto as of the 8th day of November, 1983.

PETER DEY

KEITH BOAST

A.T. HOLLAND

G.M. WEBSTER

R.J. KANE

CHAPTER 3

REASONS: DECISIONS, ORDERS, RULINGS (NIL)

THERE IS NO MATERIAL FOR THIS CHAPTER

IN THIS ISSUE

CHAPTER 4

CEASE TRADING ORDERS - SECTION 123

4.1 TEMPORARY CEASE TRADING ORDERS

4.1.1 GRANDMA LEE'S INC.

GRANDMA LEE'S INC.

Temporary cease trading order issued November 24, 1983, for failure to make statutory filings. Statutory hearing December 8, 1983, at 10:00 a.m.

4.2 RESCINDING ORDERS

4.2.1 POMAC MINES LIMITED

POMAC MINES LIMITED

The cease trading order dated October 27, 1975, and continued November 10, 1975, is/was rescinded November 25, 1983, the company being now up to date with its filings.

4.2.2 PELHAM GOLD MINES LIMITED

PELHAM GOLD MINES LIMITED

The cease trading order dated June 26, 1983, and continued July 8, 1983, is/was rescinded November 24, 1983, the company being now up to date with its filings.

4.2.3 BEARCAT EXPLORATIONS LTD.

BEARCAT EXPLORATIONS LTD.

The cease trading order dated November 17, 1983, is/was rescinded November 29, 1983, the company being now up-to-date with its filings.

4.3 PASSPORT AIRWAYS INC.

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980. CHAPTER 466

AND

IN THE MATTER OF PASSPORT AIRWAYS INC.

EXTENDING ORDER
(Section 123)

UPON having issued a Temporary Order dated November 17, 1983 that all trading in securities of PASSPORT AIRWAYS INC. ("PASSPORT") should cease forthwith for a period of fifteen days pursuant to subsection 123(3) of the Securities Act, R.S.O. 1980, c.466 (the "Act");

AND UPON advising PASSPORT by Notice of Hearing dated November 28, 1983 that a hearing would be convened on November 30, 1983 to determine whether the Temporary Order should be extended because satisfactory information had not been provided to the Ontario Securities Commission;

AND UPON reading the consent of PASSPORT to the extension of the Temporary Order and adjournment of the hearing;

IT IS ORDERED pursuant to section 123 of the Act that the hearing be adjourned sine die to be brought forward on not less than ten days notice and the Temporary Order is hereby extended and remains in full force and effect.

November 30, 1983.

"Keith E. Boast"

"R. J. Kane"

4.4 MEGACARD TECHNOLOGIES INC.

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF MEGACARD TECHNOLOGIES INC.

EXTENDING ORDER
(Section 123)

UPON having issued a Temporary Order dated November 17, 1983 that all trading in securities of MEGACARD TECHNOLOGIES INC. ("MEGACARD") should cease forthwith for a period of fifteen days pursuant to subsection 123(3) of the Securities Act, R.S.O. 1980, c.466 (the "Act");

AND UPON advising MEGACARD by Notice of Hearing dated November 28, 1983 that a hearing would be convened on November 30, 1983 to determine whether the Temporary Order should be extended because satisfactory information had not been provided to the Ontario Securities Commission;

AND UPON reading the consent of MEGACARD to the extension of the Temporary Order and adjournment of the hearing;

IT IS ORDERED pursuant to section 123 of the Act that the hearing be adjourned sine die to be brought forward on not less than ten days notice and the Temporary Order is hereby extended and remains in full force and effect.

November 30, 1983.

"Keith E. Boast"

"R. J. Kane"

CHAPTER 5
POLICIES (NIL)

THERE IS NO MATERIAL FOR THIS CHAPTER
IN THIS ISSUE

CHAPTER 6
REQUESTS FOR COMMENTS (NIL)

THERE IS NO MATERIAL FOR THIS CHAPTER
IN THIS ISSUE

CHAPTER 7
INSIDER TRADING REPORTS

EXPLANATORY NOTES

Information contained in this section has been summarized from insider reports filed with the Commission.

The name of the issuer is followed by a brief description of the class of security, the name of the person or company reporting and his or its relationship to the issuer. If a person has an indirect interest in the securities reported, e.g., through holding companies, affiliate companies, partnerships, trusts or other entities, this is shown. Symbols are used in the column "Transaction and Ownership Symbol" to indicate the nature of ownership i.e., direct or indirect. Similarly, the character of transactions is indicated provided the transactions are other than a purchase or sale. (See guide to symbols below):

GUIDE TO SYMBOLS

RELATIONSHIP	(appearing after the name reported)
"B"	- Beneficial Owner (direct or indirect) of equity shares of a reporting issuer carrying more than 10% of the voting rights attached to all equity shares of the reporting issuer outstanding.
"D"	- Director of principal reporting issuer.
"DI"	- Director of an issuer or a reporting issuer which is an insider or subsidiary of the principal reporting issuer.
"K"	- Exercises control or direction (direct or indirect) of equity shares of a reporting issuer carrying more than 10% of the voting rights attached to all equity shares of the reporting issuer.
"S"	- Senior Officer of principal reporting issuer.
"SI"	- Senior Officer of an issuer or a reporting issuer which is an insider or subsidiary of the principal reporting issuer.

NATURE OF OWNERSHIP

- No Symbol - Securities are beneficially owned directly.
- Symbol #1 - The reporting person or company beneficially owns and/or has control or direction over securities which are held by a company, associate, partnership, trust or other entity.

CHARACTER OF TRANSACTION

- | | | | |
|------------|----------------------------|-----|------------------------------|
| No Symbol- | purchase or sale | "M" | - internal |
| "A" | - bequest or inheritance | "Q" | - qualifying shares |
| "C" | - compensation | "R" | - redeemed (called, matured) |
| "E" | - exchange or conversion | "T" | - stock dividend |
| "F" | - exercise of rights, etc. | "V" | - stock split |
| "G" | - gift | "X" | - exercise of option |
| "IR" | - initial report | "Z" | - distribution |

*Returned for reconciliation purposes.

REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
ALBERTA ENERGY COMPANY LTD.	Watson, John D.	Common	S	Nov/83	X	1500		
	Family			Nov/83			1500	195
				--				30
AMERICAN CHROMIUM LIMITED	Baretta Mining Inc. Amended	Class A	B	Jun/83			28500	1094167
AMERICAN EXPRESS COMPANY	Roosa, Robert V.	Common	D	Aug/83 Oct/83	V	266 300		699
AMERICAN OAKWOOD ENERGY LTD	Oughtred, George W.	Common	D	Nov/83		60000		126200
AMPAL-AMERICAN ISREAL CORPORATION	Reiner, Ephraim	Securities	D	--	IR			---
	Sadeh, Amnon		D	--	IR			---
	Vardy-zer, Uzi		D	--	IR			---
ASAMERA INC.	Cameron, Keith G.	Common	S	Nov/83	X	7125		7125
	Rae, L. Douglas		S	Nov/83	X	3000		3000
	Stewart, H. Norman		D	Oct/83	X	1197		3000
AUTOCROWN CORPORATION LIMITED	Davidson, D. Douglas	Common	D	Nov/83			5000	130074
BANISTER CONTINENTAL LTD.	Marriott, Robert F.C.	Common	S	Nov/83			489	---
BANK OF MONTREAL	Troutman, C. David	Common	S	Nov/83			196	570
	Van der Elst, Paul A.E.J.		S	--	IR			686
BANK OF MONTREAL MORTGAGE CORPORATION	Van der Elst, Paul A.E.J.	Securities	SI	--	IR			---
BANK OF MONTREAL REALTY FINANCE LTD.	Van der Elst, Paul A.E.J.	Securities	SI	--	IR			---
PASSPORT AIRWAYS INC.	Magrill, Gordon and Rosenberg, Leonard	Preference	B	Oct/83	R		500000	---
BEAUTY COUNSELORS INTERNATIONAL INC.	Ewart, Gordon D.	Common	D	--				
	Ewart Family Trust Paramount Capital Corporation			Oct/83	I		15000	2500
				Oct/83	I	90000		

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
BEAUTY COUNSELORS INTERNATIONAL INC. (Continued)	Ewart, Gordon D. Paramount Capital Corporation	Common	D	Oct/83	1		90000	---
	Sharpe, Stephen R. Amended Yendor Investments Limited		D	Oct/83			35000	11300
			--	--	1			100000
BLACKDOME EXPLORATION LTD.	Chilcott, Robert P.	Common	DI	Oct/83			6300	4700
BLAKE RESOURCES LTD.	Fehr, Thomas P.	Common	SI	Nov/83	10000			19000
BLYTHWOOD CONSOLIDATED RESOURCES LTD	Schiralli, Rocco A.	Common	DB	Nov/83	89805			
			Nov/83				31250	275763
BREAKWATER RESOURCES LTD.	Hunter, Robert G.	Common	DS	Oct/83			2000	284800
	McRae, Douglas E. Macrim Investment Corp.		DS	--				23000
			Oct/83		1	6000		
			Oct/83		1		33500	258000
	Mortil, Bo		D	Oct/83			1000	74000
BRITISH COLUMBIA FOREST PRODUCTS LIMITED	Bentall, Harold C.	Common	D	Nov/83	T	27		2227
	Douglas, Morris J.		S	Nov/83	T	10		810
	Howard, John W.		SI	Nov/83	T	1		101
CCB MORTGAGE INVESTMENT CORPORATION	McDonald, William H.	Common	S	--	IR			75
CABRE EXPLORATION LTD	Wheeler, Harry B. RRSP	Common	DS	Nov/83		2000		837340
			Nov/83		1	3000		11000
CAL-DATALINE CORPORATION	Kondrat, Arnold T. Premor Financial Corp.	Common	DSB	--	IR			1
			--	--	IR1			3943
	Kondrat, Arnold T. Premor Financial Corp.	Preference	DSB	--				
			Nov/83		1	500000		500000
CALIFORNIA CLUB MALL LIMITED PARTNERSHIP	Joudrie, Earl	Securities	DI	--	IR			---
	Wells, Garnet		DI	--	IR			---

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS		BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
				DATE	TYPE			
		Securities	DISI	--	IR			---
CALIFORNIA CLUB MALL LIMITED PARTNERSHIP (Continued)	Woodbeck, A. Frederick							
CAMCO INC.	Crockett, Arthur H.	Common	D	--	IR			2000
	Fixter, Douglas G.		SI	--	IR			2000
	Stevens, Robert A.		DI	--	IR			1000
CAMPEAU CORPORATION	Chevrier, Raymond	Subordinate Voting	S	Nov/83			4113	---
	Stock Purchase Plan			--	1			
CANADIAN IMPERIAL BANK OF COMMERCE	Harrison, Russell E.	Common	DS	Oct/83	T	491		45129
	Hole, Harry		D	1983		172		3881
	Indirect Holdings			1983	1	83		2749
CANADIAN MARCONI COMPANY	Noel, Laurent R.	Common	S	--	IR			200
CANADIAN PACIFIC LIMITED	Wolfe, Ray D.	Ordinary	D	Oct/83	T	38		5210
	Ray D. Wolfe Investments Ltd.			--	1			1000
CANADIAN TIRE CORPORATION LIMITED	Sasaki, Frederick Y.	Class A	S	Nov/83		924		8668
CANADIAN UTILITIES LIMITED	McArthur, Duncan R. B.	Second Pref. Series I	D	Nov/83		1000		1000
CANADIAN PACIFIC ENTERPRISES LIMITED	Kenny, John D.	Common	S	1983	T	15		419
CANE RESOURCES LTD.	Cooper, Joan G.	Warrants		Oct/83			10000	25000
CAPITAL CABLE TV LTD.	Shaw, James R.	Class A Common	DS	--				308000
	Indirect Holdings			Oct/83	1	250		287600
CARLYLE ENERGY LTD.	Pike, Jeffrey M.	Common	D	--	IR			470000
CHEROKEE RESOURCES LIMITED	Bonanza Resources Ltd.	Common	B	Oct/83	E	2678600		2678600
CIMARRON PETROLEUM LTD	Jackson, Garth	Common	D	--	IR			196400
	Sims, Philip		D	--	IR			183100
CINEPLEX CORPORATION	Taylor, Nathan A.	Class A Pref.	DS	Oct/83			23750	---

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
CINEPLEX CORPORATION (Continued)	Taylor, Nathan A.	Class B Pref.	DS	Oct/83			5974	---
	Beneficially							
CLAIBORNE INDUSTRIES LIMITED	Boyd, John M. Amended Lesjon Holding Ltd.	Common		Oct/83			30625	509107
				Oct/83		123960		661656
				Oct/83	1	24660		
		Common	DS	Oct/83		200		40048
				--	1			148096
COHO RESOURCES LIMITED	McQueen, Robin A. Poleum Exploration Ltd.	Common A	DS	Nov/83	Z	37317	7521	37317
				Nov/83	Z 1			---
	McQueen, Robin A. Poleum Exploration Ltd.	Common B	DS	--			42675	---
				Nov/83	Z 1			
	McQueen, Robin A. Poleum Exploration Ltd.	Preferred B	DS	--			40	---
				Nov/83	Z 1			
	McQueen, Robin A. Poleum Exploration Ltd.	Warrants	DS	Nov/83	Z	\$164045		\$164045
				Nov/83	Z 1	\$220060		---
COMAPLEX RESOURCES INTERNATIONAL LTD.	Balfour, R. James	Common	D	Oct/83		10200		
				Nov/83		1800		28375
	Indirect Holdings			--	1			124187
CONTINENTAL GROUP INC., THE	Peterson, Peter G.	Securities	D	--	IR			---
CORBY DISTILLERIES LIMITED	Ferguson, James P.	Common	D	Aug/83	T	204		271
	Monier, Lilliane		S	Aug/83	T	220		
				Oct/83	X	500		
				Oct/83			720	---
	Racette, Pierre	Class A	SI	Aug/83	T	69		
				Oct/83	X	1000		
				Oct/83			1000	572
KAOLIN OF CANADA INC.	Wintermeyer, John	Common	D	--	IR			17000
DENISON MINES LIMITED	Grant, John S.	Common	DISI	--	IR			10000
DOMINION TEXTILE INC.	Evans, Allan R.	Common	S	Oct/83		128		380
ETHYL CORPORATION	Koehnle, John F. Savings Plan	Common	S	--			17	200
				Oct/83	1			113

REPORTING ISSUER (Continued)	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR		SOLD OR		MONTH-END HOLDINGS
						ACQUIRED	14	DISPOSED		
ETHYL CORPORATION (Continued)	Moser, Roger A.	Common	S	Oct/83	T					4923
	Savings Plan			Oct/83	1		49			3766
EUROPA PETROLEUM LTD	Lamond, Robert W. Humboldt Mary Lamond	Common	DB	-- Nov/83 --	1 1 1			3000		211356 11548774 30959
FATHOM OCEANOLOGY LIMITED	Federal Business Development Bank	Common	B	Mar/83		20000				317000
FINNING TRACTOR & EQUIPMENT COMPANY LIMITED	Helliwell, David L. Indirect Holdings	Convertible Debenture	DISI	--						
FIRST OHIO EXPLORATIONS INC.	Gilbert, Jack	Common	D	--	IR	\$75000				\$75000 1
FORD MOTOR COMPANY	Caldwell, Philip Manning, Mervyn H.	Common	DS	Nov/83	X	11581				62238
GENESIS RESOURCES LTD.	Holmes, Ian G. Sirois, Ronald R.	Common	DSB	--	IR					15436 175000
GENSTAR CORPORATION	MacLean, Robert D. Trust	Common	S	-- Oct/83	1	2500				175000 4400 2500
GETTY OIL COMPANY	Taubman, A. Alfred	Common	D	--	IR					3000
GORDEX MINERALS LIMITED	Tokarsky, John T. Tokarsky Corporate Services Limited	Common	S	Nov/83		1000				2501
GROSMONT RESOURCES LTD	Thomson, Alistair S. Dumyat Holdings Ltd. TTY Exploration Management Ltd.	Common	DS	-- Nov/83 --	1 1 1					1000 65500 125798
GULF OIL CORPORATION	Goeken, Richard J. Walker, III Edward B. Sons wife	Common	S	Oct/83				950		2725 18779 --- 4100
HEES INTERNATIONAL CORPORATION	Dingle, D. Terence	Common	D	Oct/83				10000		20000
INDAL LIMITED	Cravey, Jr. Zack D.	Common	DI	Nov/83				1000		---

REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
INDEPENDENCE PETROLEUMS INC.	Cadinha, Lori	Common		Nov/83		800		800
	Stafford, Peter H. Wife		DS	-- Nov/83	E 1	12000		12000
	Stafford, Peter H. Wife	Warrants	DS	-- Nov/83	E 1		12000	---
INTERNATIONAL BUSINESS MACHINES CORPORATION	Anderson, Arthur G.	Capital	S	Nov/83			4529	12424
	Foley, P. Martin		S	Nov/83	G		158	19360
INTERNORTH INC.	Sawtell, Stephen M. Indirect Holdings	Common	S	Nov/83 --	X 1	2500		2500 7067
INTERPROVINCIAL PIPE LINE LIMITED	Hatch, H. Clifford	Common	D	--	IR			200
JAPAN FUND INC., THE	Rice, Jr. Louis J.	Common		Nov/83			1000	500
KREMZAR GOLD MINES LIMITED	Algoma Steel Corporation Limited, The	Common	B	Nov/83		342732		625471
LA VERENDRYE MANAGEMENT CORPORATION	Dessureault, Yvan	Class A	S	Nov/83		25		1945
	Lavigne, Marc	Common	DS	Oct/83 Nov/83		2500 25		30889 10806
	Stock Option Plan			--	1			
	Plante, Gilles	Class A	S	Oct/83 Nov/83		1500 25		4293 1500
	Stock Option Plan			--	1			
LAKE SIMCOE ICE & ENTERPRISES LIMITED	Fairhead, Arthur G.	Third Pref.	D	Sept/83	R		9006	---
	Fairhead, Henry A.		D	Sept/83	R		27854	---
	Lantz, Garnet N.		D	Sept/83	R		1634	---
	Rogers, George F.		S	Sept/83	R		21774	---
	Staples, Wilbert W.		DS	Sept/83	R		14858	---
MACQUEST RESOURCES LTD.	Holdsworth, Ronald F.	Common	DS	Oct/83			10000	114473

REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
MACQUEST RESOURCES LTD. (Continued)	Holdsworth, Ronald F. V.M.R. Holdings Ltd.	Common	DS	--	1			15450
MAGNA INTERNATIONAL INC.	Stronach, Frank Amended Voting Agreement Bronze Dolphin Limited Beechwood Farm Limited	Class B	DB	--			122000	356639
				Oct/83	Z 1			313067
				--	1			30000
				--	1			113367
MAVERICK URANIUM EXPLORATIONS INC.	Bradshaw, David	Common	D	--	IR			1
	Kondrat, Arnold T.		DS	--	IR			1
MCDONALD'S CORPORATION	Altom, Sr. Charles A.	Common	S	Oct/83	X	1627		2324
	Barnes, Steven J. Wife		S	Nov/83			2000	12940
				--	1			3004
MEDINA ENERGY RESOURCES CORPORATION	Arnold, John M. Amended	Common	DS	Oct/83	Z		5073	44408
MERLAND EXPLORATIONS LIMITED	Billing, Grant D.	Common	S	Oct/83		454		454
	Brown, John J. Trust		S	Jul/83		800		5614
				--	1			1000
	Kreutzer, Peter W. Amended		S	Jul/83		1122		8608
	Trust			Oct/83		1423		10031
				--	1			1290
METALORE RESOURCES LIMITED	McVicar, John C. Read - McVicar Limited	Common	D	Nov/83		500		2700
				--	1			6000
MIDLAND DOHERTY FINANCIAL CORPORATION	Williamson, Kenneth F.	Common	S	--	IR			7500
MITEL CORPORATION	Stanton, John G.	Common	S	Nov/83			1400	4
MOFFAT COMMUNICATIONS LIMITED	Trall, Vernon L. Stock Purchase Plan	Common	S	Oct/83		750		1500
				Oct/83	1	4000		8000
MONTREAL CITY AND DISTRICT SAVINGS BANK, THE	Delisle, Rene	Common	S	Nov/83		300		300
	Gagne, Rejean		D	--				1000

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
MONTREAL CITY AND DISTRICT SAVINGS BANK, THE (Continued)	Gagne, Rejean M.B.R.G. Inc.	Common	D	Nov/83	1	60000		659000
MUNICIPAL FINANCIAL CORPORATION	Parent, Jacques		S	Nov/83		162		2000
	Rotstein, Maxwell L.	Common	DSB DISI	--				127
	Municipal Bankers Corporation (1931) Limited			Nov/83	1	200		935174
NATIONAL BANK OF CANADA	Lavigne, J. Conrad JCL Corporation	Common	--	Nov/83	1	2000		4500
	Lemaire, Bernard		D	--	IR			1500
NATIONAL RESOURCE EXPLORATIONS LTD.	Charpentier, Joseph A.	Common	DS	Nov/83	F	38800		
	Hallbauer, Robert E.	Rights		Nov/83			1200	271735
	MacDonald, Alexander J.	Common		D Oct/83 Nov/83			69500 41500	---
	A.J. MacDonald Holdings Ltd.			Nov/83	F	46300	1200	320060
	MacDonald, Gary A. Indirect Holdings			Nov/83	F 1	20000		120000
	Topley, Sally			Nov/83	1	400		18200 33333
NEARCTIC RESOURCES INC	MacLean, William D.	Common	S	Nov/83	F	250		1250
NEWFOUNDLAND CAPITAL CORPORATION LIMITED	Manar, William S.	Class B	D	Sept/83 Oct/83			2000 1000	3001
NORCEN ENERGY RESOURCES LIMITED	Bovey, Edmund C.	Common	SI	Nov/83		1200		5000
			D	Nov/83	E		13034	---
		Non-Voting Ordinary		Nov/83	E	13034		13034
		Voting Ordinary		Nov/83	E	13034		13034
	Cochrane, Barry D.	Common	S	Nov/83	E		790	---

REPORTING ISSUER NORCEN ENERGY RESOURCES LIMITED (Continued)	INSIDER	SECURITY	REL N	TRANS DATE	TYPE	BOUGHT OR		SOLD OR		MONTH-END HOLDINGS
						ACQUIRED	790	DISPOSED	790	
NOVA, AN ALBERTA CORPORATION	Cochrane, Barry D.	Non-Voting Ordinary	S	Nov/83	E					790
		Voting Ordinary		Nov/83	E		790			790
	Courtois, Raymond J.	Common	D	Nov/83	E			315		---
		Non-Voting Ordinary		Nov/83	E		315			315
		Voting Ordinary		Nov/83	E		315			315
	Finlay, Percy C.	Common	D	Nov/83	E			2000		---
		Non-Voting Ordinary		Nov/83	E		2000			2000
		Voting Ordinary		Nov/83	E		2000			2000
	Pollard, Lawrence O. Pollard Investments Ltd	Common	D	-- Nov/83	E 1			357		---
	Pollard, Lawrence O. Pollard Investments Ltd	Non-Voting Ordinary	D	-- Nov/83	E 1					
	Pollard, Lawrence O. Pollard Investments Ltd	Voting Ordinary	D	-- Nov/83	E 1		357			357
	Yarnell, John R.	Common	D	Nov/83	E			500		---
		Non-Voting Ordinary		Nov/83	E		500			500
		Voting Ordinary		Nov/83	E		500			500
	Blair, Sidney R. Indirect Holdings	Common	S	-- Nov/83						
				Nov/83	1		27000			52000
NU-WEST GROUP LIMITED	Gerla M. Rodney	Class A Conv.	S	Nov/83 Nov/83	E		600	600		---
		Class B		Nov/83	E			600		120673
	Wells, Garnet K.	Class A	S	Oct/83 Nov/83				855 20014		20014 ---

REPORTING ISSUER NU-WEST GROUP LIMITED (Continued)	INSIDER wells, Garnet K.	SECURITY Class A	REL'N S	TRANS DATE Nov/83	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
		Class C		Oct/83			20000	
NUINSCO RESOURCES LIMITED	Archibald, George F.	Common	D	Oct/83			9000	271519
O'TOOLE'S FOOD CORPORATION	Metcalfe, Gordon J.	Common	DS	--	IR			2352000
	Sisco, David C.		DS	--	IR			71000
	Trozzolo, Franca G.		S	--	IR			47000
OCELOT INDUSTRIES LIMITED	Solomon, George C. Western Limited	Class B	D	-- Oct/83	1	2900		11700
PCL INDUSTRIES LIMITED	Beatty, David S. RRSP	Common	D	--				100
	Beatinvest Ltd. Wife			--	1			10000
				Nov/83	1	1000		11400
								6000
	Tweedy, Robert J.	Pfd. Class A	DS	Apr/83 May/83		3100 1900		10000
PENN WEST PETROLEUM LTD.	Pennant Resources Limited	Common	B	Nov/83		4000		4462860
	Russell, Denis L.		D	-- Nov/83		5000		123370 309162
PENNINGTON'S STORES LIMITED	McCulloch, Gerald W.	Common	S	--	IR			2000
PENNZOIL COMPANY	Pate, James L. Other Indirect	Common	S	Nov/83 --	1	800		2618 567
PETRO-CANADA PRODUCTS INC.	Poneycad, William A.	Class B	S	--	IR			1
QUAKER OATS COMPANY, THE	Carlucci, Frank C.	Common	D	--	IR			100
	Smithburg, William D. Other Indirect		DS	Nov/83 --	X 1	12118		25563 400
R.F. OIL INDUSTRIES LTD.	Dalziel, Craig	Common	D	--	IR			100000
RENAISSANCE ENERGY LTD.	Deitcher, Jonathan	Common	D	--	IR			72378
		Preferred		--	IR			700
ROGERS CABLESYSTEMS INC.	Scarrow, William A.	Class B	S	Nov/83		5749		6349

REPORTING ISSUER (Continued)	INSIDER	SECURITY	REL N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
ROGERS CABLESYSTEMS INC. (Continued)	Watson, Colin D.	Class B	DS	Nov/83		9338		61024
	Management Share Purchase Plan			--	1			60
ROYAL TRUSTCO LIMITED	Milligan, Franklyn S.	Common A	S	Nov/83			1000	4378
SEAQUEST ENERGY LTD.	Kloepfer, C. Victor	Common	DB	Nov/83		320000		422845
SHELTER OIL & GAS LTD.	Loneragan, Thomas F.	Common	S	Oct/83	X	6000		6000
		Preferred		Oct/83			100	---
SHEPHERD PRODUCTS LIMITED	Well, Bruce	Common	D	Oct/83		86		6436
SORREL RESOURCES LTD.	Mix, Louis J. C. Spouse	Common	DS	Oct/83	1		2500	20500 20000
	Mix, Louis J. C.	Preference	DS	Oct/83		5000		5000
	Salt, Gordon F. Spouse	Common	S	--	IR1			2000
	Speirs, David		DS	--	IR			55000
		Preference		Sept/83		5000		5000
	Thornhill, Ron	First Preferred	S	--	IR			1000
	Tindall, Peter J. B.		S	--	IR			1500
	Worobec, Joseph W.	Common	DB	Oct/83 Oct/83	G	10000	75000	1187200
STANDARD INDUSTRIES LTD.	Redfern, John D.	Preference	SI	Nov/83	2			26
STANDARD OIL COMPANY (INDIANA)	Fuller, Harry L.	Common	DS	Nov/83	X	3830		3830
	Wright, Graham T.		S	Nov/83			200	76500
SYDNEY DEVELOPMENT CORPORATION	Gilmore, Paul C.	Common	DI	Oct/83		1000		2000
TECK CORPORATION	Keevil, Norman B.	Common B	DS	Sept/83 Oct/83 Oct/83 Oct/83 Oct/83		20500 686486 17500	5000	3700
					X		150000	597686

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
TECK CORPORATION (Continued)	Keevil, Norman B. Other Indirect	Common B	DS	--	1			800
THIRD CANADIAN GENERAL INVESTMENT TRUST LIMITED	Barron, Alex E.	Common	DSDIS	Nov/83	T	4332		18993
	Canadian General Investments Limited			Nov/83	Z		652000	---
	Third Canadian General Investment Trust Limited			Nov/83	R		211603	1641593
THOR RESOURCES INC.	Erikson, Glen H.	Common	DS	Sept/83		100000		200001
TIBER ENERGY CORPORATION	Skinner, Brian A. Erin Oil Explorations Ltd.	Common	DS	--	IR			72233
	Skinner, Brian A. Erin Oil Explorations Ltd.	Warrants	DS	--	IR1			11417
			DS	--	IR			3055
			--		IR1			23610
TORONTO-DOMINION BANK	Roth, N. R.	Common	S	Sept/83		1000		12109
TORONTO SUN PUBLISHING CORPORATION, THE	McCallum, James F.	Common	D	Nov/83	M		60644	258437
TRANSALTA UTILITIES CORPORATION	Williams, Marshall M.	\$2.36 Second Preferred	DS	Nov/83	M		310	100
TRANSCANADA PIPELINES LIMITED	Archambault, John K.	Common	S	Nov/83 Nov/83	X	300	300	10989
	Austin, A. Graham Amended		S	Oct/83			2700	6687
	Frew, Craig R.		S	--	IR			6741
	Hill, Brian F.		S	--	IR			6792
	Luft, Barry G.		S	--	IR			6703
	Pilon, Lionel H.		S	Aug/83		5000		15168
	Smith, Ray T.		S	--	IR			3000

REPORTING ISSUER	INSIDER	SECURITY	REL.'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
TRANSCANADA PIPELINES LIMITED (Continued)	Woods, George W.	Common	DS	Nov/83			750	34847
TRANSALTA RESOURCES CORPORATION	Transalta Utilities Corporation	\$1.40 Conv. Second Pref.	B	--	IR			6493833
		Common		--	IR			6217543
U A P INC.	Mongrain, Andre C.	Class A	S	Nov/83		4000		4910
UNICORP CANADA CORPORATION	Rafelman, Donald Fallbrook Hldgs.	Class A	D	-- Apr/83	E 1	33391		2650 36841
	Rafelman, Donald Fallbrook Hldgs.	Preferred B	D	-- Apr/83	E 1		9600	---
	Rafelman, Donald Fallbrook Hldgs.	Preferred C	D	-- May/83	1		3450	---
UNITED CANSO OIL & GAS LTD.	Cyca, Ronald B.	Common	S	Mar/83	X	10000		
	Wife			Nov/83 Feb/83	X 1		10000	500 500
UNITED STATES STEEL CORPORATION	Frick, Donald K.	Common	S	Nov/83	T	7		
				Nov/83	X	800		1062
	La Roche, William W.		S	Nov/83	X	1413		1413
UNITED WESTBURN INDUSTRIES LIMITED	Cummer, William J. Wife	Common	S	Sept/83			500	4000
VICTORIA AND GREY TRUSTCO LIMITED	Bell, Douglas A.	Common	D	--	IR			1500
VILLACENTRES LIMITED	Berthelsen, Lee A. RRSP	Common	S	-- Nov/83	1		8074	35976 ---
WABIGON RESOURCES LIMITED	White, J Edward	Common	D	Aug/83			2000	18000
HIRAM WALKER RESOURCES LTD.	Gardiner, William D.H.	Common	D	--	IR			200
WARRINGTON INC.	Peterson, Robert B.	Securities	DI	--	IR			---
	Chiarella, Philip	Common	S	Feb/83		5000		130000
WESTBURN INTERNATIONAL INDUSTRIES LTD	Cummer, William J.	Common	DS	Sept/83			2500	42000

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
WESTBURNE INTERNATIONAL INDUSTRIES LTD. (Continued)	Cummer, William J.	Common	DS	Oct/83			2000	40000
	Wife			Nov/83	1		10000	30000
				--				3600
GEORGE WESTON LIMITED	Weston, W. Galen Wittington Investments Limited	Junior Pref. C	B	--				1000
				Oct/83	1	600		600
	Weston, W. Galen Wittington Investments Limited	Junior Pref. D	B	--				
				Oct/83	1	4000		4000
WOODWARD STORES LIMITED	Woodward, William J. D.	Class A	S	--	IR			6

REPORT UNDER SECTION 113 OF THE ACT

<u>MANAGEMENT COMPANY</u>	<u>SELLER</u>	<u>PURCHASER</u>	<u>DATE OF TRANSACTION</u>	<u>NATURE OF TRANSACTION</u>
INVESTORS SECURITIES MANAGEMENT LTD.	Canada Trust Co. Ltd. A/C #09-102157-2	Investors Indexed Stock Fund	Nov. 17, 1983	Tie/Telecommunications Limited 600 Shares
"	Investors Group Trust Co. Ltd. A/C #661	Investors Indexed Stock Fund	Nov. 17, 1983	Tie/Telecommunications Limited 400 Shares

CHAPTER 8
NOTICES OF EXEMPT FINANCINGS

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Nov. 16, 1983	Bramalea Limited	COSEKA RESOURCES LIMITED 9% DEBENTURES	\$17,000,000	\$17,000,000
"	CBC Pension Board of Trustees	"	1,000,000	\$1,000,000
"	Goring, Peter A.	"	100,000	\$100,000
"	Harpar Properties Limited	"	"	\$100,000
"	K.R.B. Ventures	"	1,500,000	\$1,500,000
"	Rosenswig, Michael S.	"	25,000	\$25,000
"	Sklar, Donald	"	"	\$25,000
"	Stein, Jack	"	"	\$25,000
"	Zitsow, Arlene	"	100,000	\$100,000
Nov. 24, 1983	Acheson, Robert J.	GAN E ENERGY 1983 PROGRAM UNITS	25,000	1 units
"	Angus, John F.	"	"	1 "
"	Decorato, Frank & Doris	"	"	1 "
"	Evans, Watson W.	"	"	1 "
"	Irwin, Noble T.	"	"	1 "
"	King, Hollister	"	"	1 "
"	Lee, Jack C.	"	5,000	1/5th units
"	Tiessen, Jack	"	25,000	1 units
"	Vernon-Smith, Allen E.	"	"	1 "
Nov. 17, 1983	Goderich Elevators Limited	GODERICH ELEVATORS LIMITED COMMON SHARES	364,625	5,834 shares

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Nov. 14, 1983	Beatty, James A.	HUMBER VIEW HEIGHTS - UNITS	\$139,690	1 units
"	Brooks, Alfred J.	"	146,450	1 units
"	C.E. Michener & Assoc. Ltd.	"	116,550	1 units
Nov. 21, 1983	Hill, Laurie L.	"	131,290	1 units
Nov. 14, 1983	Kalu, Uduma Onuka	"	154,850	1 units
Nov. 21, 1983	Kirchmann, Neville W.	"	156,250	1 units
"	Lai-Fat-Fur, Weng Kun	"	133,390	1 units
Nov. 14, 1983	Lang, Gordon B.	"	288,680	2 units
"	Murray, James D.	"	117,050	1 units
"	Oakes, Kenneth W.	"	152,750	1 units
Nov. 21, 1983	Oelker, George H.	"	131,290	1 units
"	Quimet, Gilles P.	"	169,230	1 units
"	Redfern, John D.	"	167,830	1 units
Nov. 14, 1983	Ryan, Michael J.	"	166,430	1 units
"	Stefaniak, Marian R.	"	145,750	1 units
Nov. 21, 1983	Tate, John S.	"	156,250	1 units
Nov. 14, 1983	Vangorder, Eric D.	"	338,460	2 units
Nov. 21, 1983	Wan, David Shu Yan	"	115,550	1 units
"	Wheelock, Douglas H.	"	145,750	1 units
Nov. 11, 1983	Di Rocco, Aurelio	LINCOLN TOWERS PARTNERSHIP UNITS	276,500	2 units

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Nov. 11, 1983	Di Rocco, Bruno	LINCOLN TOWERS PARTNERSHIP UNITS	\$276,500	2 units
"	Di Rocco, Bruno and Di Rocco, Aurelio Di Rocco, Joseph	"	276,500	2 units
"	Di Rocco, Joseph	"	"	2 "
"	Goldfarb, Martin	"	"	2 "
"	Kerzner, Morris	"	553,000	4 units
"	Muzzo, Elio	"	138,250	1 units
"	Muzzo, Marco	"	"	1 "
Nov. 22, 1983	Canadian Mortgage and Housing Corporation Pension Fund	NORTH AMERICAN VENTURES FUND II - UNITS	500,000	5 units
"	Trustee for The Standard Life Assurance Company	"	3,000,000	30 units
Nov. 02, 1983	Bolt Limited	OFFICESMITHS INC. COMMON SHARES	100,000	5,000 shares
Nov. 18, 1983	Britel Fund Nominees Limited I.M. A/C Equitable House	PEGASUS GOLD LTD. - COMMON SHARES	176,250	15,000 shares
"	Caisse Nationale De Credit Agricole	"	352,500	30,000 shares
"	European General Reinsurance Co. of Zurich	"	470,000	40,000 shares
"	Goldcorp Investments Limited	"	1,175,000	100,000 shares

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Nov. 18, 1983	Goldtrust	PEGASUS GOLD LTD. - COMMON SHARES	\$587,500	50,000 shares
"	International Investors Incorporated	"	3,230,250	275,000 shares
"	Possfund Nominees Limited I.M. A/C Equitable House	"	117,500	10,000 shares
"	Prudential Growth Fund Canada Limited	"	235,000	20,000 shares
"	Prudential Insurance Company of America	"	352,500	30,000 shares
"	Target Commodity Fund	"	102,518	8,725 shares
Oct 27, 1983	Canadian General Electric Pension Trust	PENCOR PETROLEUM LIMITED CLASS A SHARES	2,500,000	2,500 shares
"	CBC Pension Board of Trustees	"	2,000,000	2,000 shares
"	City of Ottawa Superannuation Fund	"	1,000,000	1,000 shares
"	CMHC Pension Fund	"	1,500,000	1,500 shares
"	Commercial Union Assurance Company of Canada Pension Plan	"	200,000	200 shares
"	Ontario Municipal Employees Retirement Board	"	5,600,000	5,600 shares
"	Trustees of the Canada Packers Retirement Plan Trust (1959), The	"	500,000	500 shares
"	Trustees of the Canada Packers Retirement Plan Trust (1968), The	"	"	500 "

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Nov. 10, 1983	New Venture Equities Ltd.	PETRO-SUN INTERNATIONAL INC. 10% CONVERTIBLE DEBENTURES	\$150,000	\$150,000
"	Paramount Capital Corporation	" "	100,000	\$100,000
"	Walstock Leasing Limited	" "	"	\$100,000
Nov. 17, 1983	Abramson, Philip	PHIMOR (PANORAMA PLACE) DEVELOPMENTS LIMITED - UNITS	132,000	1 units
"	Caplan, Bernard	" "	115,000	1 units
"	Cowper, David B.	" "	128,000	1 units
"	Fromer, Sidney	" "	112,000	1 units
"	Fruitman, A. Martin	" "	127,750	1 units
"	Giordano, Domenic	" "	126,000	1 units
"	Giordano, Victor	" "	126,250	1 units
"	Goldfarb, Peter	" "	"	1 "
"	Gutstadt, Eli	" "	227,000	2 units
"	Kates, Henry	" "	127,000	1 units
"	Kraus, Vera	" "	112,250	1 units
"	McKerrell, Steven	" "	127,250	1 units
"	Moddel, Garry	" "	111,750	1 units
"	Okorofsky, Stanley	" "	112,750	1 units
"	Orfus, Howard	" "	128,250	1 units

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Nov. 17, 1983	Petersen, H. Walter	PHIMOR (PANORAMA PLACE) DEVELOPMENTS LIMITED - UNITS	\$132,000	1 units
"	Pruzanski, Waldemar	"	113,500	1 units
"	Resnick, Albert A.	"	227,250	2 units
"	Saltsman, Allan	"	126,750	1 units
"	Saltsman, Larry	"	127,250	1 units
"	Saltsman, Marian	"	126,500	1 units
"	Shuster, Jack	"	241,750	2 units
"	Solomon, Fred A.	"	126,750	1 units
"	Sutton, Barry	"	112,000	1 units
"	Wabischewich, John	"	114,000	1 units
"	Wise, Sidney J.	"	228,750	2 units
"	Wong, Antonio C.	"	110,750	1 units
"	Zogala, Vladek A.	"	128,000	1 units
Nov. 09, 1983	Custom Equipment Corporation	PLEXUS INC. - 10% CONVERTIBLE SECURED DEBENTURES, SERIES B	25,000 US	25,000 US shares
"	Knoche, Allyn	"	"	25,000 US
"	Mapleleaf Capital Corporation	"	650,000 US	650,000 US. shares
"	Montowr & Co.	"	500,000 US	500,000 US shares
"	North American Life Assurance Company	"	250,000 US	250,000 US shares

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Nov. 18, 1983	Hambrecht & Quist Group	SAMANDA OFFICE COMMUNICATIONS LIMITED - SERIES A PREFERRED SHARES	\$250,000	200,000 shares
"	Handley & Associates Inc.	"	50,000	40,000 shares
"	Ken Field In Trust	"	75,000	60,000 shares
"	North American Ventures Fund II.	"	150,000	120,000 shares
"	North Telecom Limited	"	125,000	300,000 shares
Nov. 15, 1983	Alberta Treasury Investment Management Division	SCEPTER MANUFACTURING COMPANY LIMITED - 14 1/8% TEN YEAR FIRST MORTGAGE SINKING FUND BONDS	5,000,000	\$5,000,000
"	C.B.C. Pension Board of Trustees	"	2,500,000	\$2,500,000
"	Confederation Life Insurance Company	"	2,300,000	\$2,300,000
"	Montreal Trust Company of Canada Pension Trust & Administration	"	200,000	\$200,000
"	Sun Life Assurance Company of Canada	"	5,000,000	\$5,000,000
Oct. 07, 1983	Andrew, R.W.	SORREL RESOURCES LTD. - UNITS	100,000	4 units
"	Baxter, Paul	"	25,000	1 units
"	Belich, Melvin	"	"	1 "
"	Blair, J.W.	"	100,000	4 units

REPORTS OF TRADES SUBMITTED ON FORM 20
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TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Oct. 07, 1983	Bourassa, Leo	SORREL RESOURCES LTD. - UNITS	\$25,000	1 units
"	Brown, Duncan	"	150,000	6 units
"	Brown, Lloyd	"	50,000	2 units
"	Chetan, Ashok	"	25,000	1 units
"	Chornoboy, Maurice	"	"	1 "
"	Colborne, Howard	"	50,000	2 units
"	Conwest Const. Technology Corp.	"	25,000	1 units
"	Cromwell, Maxine	"	"	1 "
"	Cromwell, O.F.R.	"	50,000	2 units
"	Dickhoff, Kenneth	"	25,000	1 units
"	Dougan, Patricia	"	5,000	1/5 units
"	Duval, Maurice	"	25,000	1 units
"	Gannon, Frederic	"	"	1 "
"	Hall, Carl	"	100,000	4 units
"	Hamilton, Bryan	"	10,000	2/5 units
"	Hemming, Fred	"	50,000	2 units
"	Huggard, Peter	"	25,000	1 units
"	Ikari, Ted	"	50,000	2 units
"	James, Fred	"	75,000	3 units

REPORTS OF TRADES SUBMITTED ON FORM 20
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TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Oct. 07, 1983	Jewell, Craig	SORREL RESOURCES LTD. - UNITS	\$25,000	1 units
"	Johnson, Garry	"	25,000	1 units
"	Jopling, Gary	"	"	1 "
"	Kellam, Jay	"	50,000	2 units
"	King, Barbara	"	25,000	1 units
"	King, Bruce	"	100,000	4 units
"	Klassen, Ernest	"	"	4 "
"	Knudsen, Suzette	"	10,000	2/5 units
"	Lawrence, John	"	25,000	1 units
"	Leighton, David	"	100,000	4 units
"	Lewar, Richard	"	"	4 "
"	MacKenzie, W.D.C.	"	50,000	2 units
"	Mackie, Lindsay	"	25,000	1 units
"	Margetts, Nels	"	"	1 "
"	Marshall, John	"	50,000	2 units
"	Massie, Bruce	"	25,000	1 units
"	McFadzean, Bruce	"	"	1 "
"	Mix, Louis	"	50,000	2 units
"	Motherwell, Robert	"	5,000	1/5 units
"	Motherwell, Sue	"	15,000	3/5 units

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Oct. 07. 1983	Mross, Hedwig	SORREL RESOURCES LTD. - UNITS	\$25,000	1 units
"	Mross, Werner	"	50,000	2 units
"	Murphy, Vincent	"	"	2 "
"	Nagel, Bruce	"	"	2 "
"	Parsons, Sandra	"	5,000	1/5 units
"	Pawchuk, Stanley	"	50,000	2 units
"	Pitt, Clarence	"	"	2 "
"	Praeker, William	"	25,000	1 units
"	Preston, John	"	50,000	2 units
"	Rennie, James	"	25,000	1 units
"	Robertson, J. M. Professional Corp.	"	"	1 "
"	Robertson, William	"	"	1 "
"	Runge, Sharon	"	"	1 "
"	Ryder, Tom	"	50,000	2 units
"	Sawa, Syl	"	25,000	1 units
"	Seaman, Byron	"	50,000	2 units
"	Seaman, Daryl	"	"	2 "
"	Seaman, R. B.	"	"	2 "
"	Siemens, Werner	"	100,000	4 units

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Oct. 07, 1983	Simons Consulting Service Ltd.	SORREL RESOURCES LTD. - UNITS	\$50,000	2 units
"	Smith, Kenneth	"	50,000	2 units
"	Snell, Richard	"	25,000	1 units
"	Speirs, David	"	50,000	2 units
"	Spiers, Thomas	"	"	2 "
"	Spratt, John	"	25,000	1 units
"	Steel, James	"	50,000	2 units
"	Strang, Vernon	"	25,000	1 units
"	Sullivan, Daniel	"	"	1 "
"	Thornhill, Ron	"	10,000	2/5 units
"	Tindall, Peter	"	15,000	3/5 units
"	Wankel, Howard	"	25,000	1 units
Nov. 17, 1983	Manufacturer's Life Insurance Co.	SOUTHMARK CORPORATION SERIES D ADJUSTABLE RATE CUMULATIVE PREFERRED STOCK	4,900,000	98,000 shares
Nov. 23, 1983	Citibank Canada	WALWYN INC. - COMMON SHARES	570,000	95,000 shares

RESALE OF SECURITIES

FORM - 21

DATE OF RESALE	DATE OF ORIG PURCHASE	SELLER	SECURITY	PRICE	AMOUNT
Nov. 16, 1983	May. 06, 1983	Armitage, J. Murray	GRANDMA LEE'S INC. COMMON SHARES	\$1,650	1,000 shares
Nov. 14, 1983	Aug. 26, 1981	Paghame Holdings Limited	ULSTER PETROLEUMS LIMITED COMMON SHARES	745	500 shares
"	"	"	"	6,545	4,500 "
Nov. 22, 1983	Oct. 20, 1982	ROTD Partnership	ULSTER PETROLEUMS LTD. COMMON SHARES	33,000	25,000 shares

NOTICE OF INTENTION TO DISTRIBUTE SECURITIES PURSUANT TO SUBSECTION 7 OF SECTION 71

<u>SELLER</u>	<u>SECURITY</u>	<u>AMOUNT</u>
Counselling Foundation of Canada, The	BROULAN RESOURCES INC. - COMMON SHARES	178,600 shares
Pyke, Murray W.	COMAPLEX RESOURCES INTERNATIONAL LTD. COMMON SHARES	20,000 "

CHAPTER 9

TAKE-OVER BIDS, ISSUER BIDS

9.1 TAKE-OVER BIDS, ISSUER BIDS

TAKE-OVER BIDS, ISSUER BIDS

UNICORP CANADA CORPORATION #
(OFFEROR)

SKILL RESOURCES LTD.
(OFFEREE)

VARIATION OF OFFER

INVERNESS PETROLEUM LTD.
(OFFEROR)

ENERGY LAND ACQUISITION PROGRAM NO. 1
(OFFEREE)

FORM 35 - NOTICE OF INTENTION

RIO ALGOM LIMITED

Share Exchange

CHAPTER 10
CONTINUOUS DISCLOSURE FILINGS

Public Documents Filed with the Ontario Securities Commission

ISSUER	TITLE
566632 ONTARIO INC.	PRIVATE PLACEMENTS
566632 ONTARIO INC.	OFFERING MEMORANDUM
800 KENNEDY ROAD LTD.	AUD. ANN. FIN. STMT.
800 KENNEDY ROAD LTD.	FORM 28-ANN. FILING
ABERFORD RESOURCES LTD.	IFS 9 MN SE 30 83
ABITIBI ASBESTOS MINING COMPANY LIMITED	IFS 9 MN SE 30 83
ABITIBI-PRICE INC.	PRIVATE PLACEMENTS
ACROFUND LTD.	IFS 9 MN SE 30 83
AIGUEBELLE RESOURCES INC.	IFS 9 MN SE 30 83
AIGUEBELLE RESOURCES INC.	IFS 6 MN SE 30 83
ALBANY OIL AND GAS LTD.	PRESS RELEASE
ALBERTA ENERGY COMPANY LTD.	IFS 9 MN SE 30 83
ALCAN ALUMINIUM LIMITED	IFS 9 MN SE 30 83
ALCAN ALUMINIUM LIMITED	10Q 9 MN SE 30 83
ALDONA MINES LTD.	IFS 9 MN SE 30 83
ALDONA MINES LTD.	CERTIF. OF MAILING
ALGOMA STEEL CORPORATION LIMITED	FORM 27-MAT. CHANGE
ALLIED CORPORATION	10Q 9 MN SE 30 83
ALTAMIRA INCOME FUND	IFS 9 MN SE 30 83
ALUMINUM COMPANY OF CANADA LTD.	10Q 9 MN SE 30 83
ALUMINUM COMPANY OF CANADA LTD.	IFS 9 MN SE 30 83
ALUMINUM COMPANY OF CANADA LTD.	PRESS RELEASE
AMAX INC.	10Q 9 MN SE 30 83
AMAX INC.	PRESS RELEASE
AMCA INTERNATIONAL LTD.	PRELIM. PROSPECTUS
AMCA INTERNATIONAL LTD.	ANNUAL INFO. FORM
AMERADA HESS CORPORATION	10Q 9 MN SE 30 83
AMERICAN TELEPHONE AND TELEGRAPH COMPANY	10Q 9 MN SE 30 83
AMOCO CANADA PETROLEUM COMPANY LTD.	IFS 9 MN SE 30 83
AMUSECOR INC.	PRELIM. PROSPECTUS
ANDRES WINES LTD.	IFS 6 MN SE 30 83
ANDRES WINES LTD.	PRIVATE PLACEMENTS
ANGLO ENERGY LIMITED	PRESS RELEASE
ARC INTERNATIONAL CORPORATION	FORM 27-MAT. CHANGE
ARC INTERNATIONAL CORPORATION	NAME CHANGE
ARGOSY MINING CORPORATION LIMITED	IFS 9 MN SE 30 83
ASAMERA INC.	PRESS RELEASE
ASAMERA INC.	PRESS RELEASE
ATLANTIC COAST COPPER CORPORATION	IFS 9 MN SE 30 83
ATLANTIC RICHFIELD COMPANY	10Q 9 MN SE 30 83
ATLANTIC RICHFIELD COMPANY	IFS 9 MN SE 30 83
AUGDOME CORPORATION LIMITED	REPORT TO SHAREHOLDE
AUSNORAM HOLDINGS LIMITED	ANNUAL REPORT
AUSNORAM HOLDINGS LIMITED	SHRHLDRS. MTNG. MAT.
B.Y.G. NATURAL RESOURCES INC.	IFS 9 MN JE 30 83
BACHELOR LAKE GOLD MINES INC.	CERTIF. OF MAILING
BANK OF BRITISH COLUMBIA	PRIVATE PLACEMENTS
BANKENO MINES LTD.	LET. TO SHAREHOLDERS

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ISSUER	TITLE
BARRTOR AMERICAN FUND	IFS 9 MN SE 30 83
BATEMAN BAY MINING COMPANY LTD.	IFS 6 MN OC 31 83
BAXTER TECHNOLOGIES CORPORATION	PRELIM. PROSPECTUS
BAY MILLS LIMITED	PRESS RELEASE
BEARCAT EXPLORATIONS LTD.	RULING/ORDER/REASONS
BEAUTY COUNSELORS INTERNATIONAL INC.	T.S.E. MATERIAL
BEAUTY COUNSELORS INTERNATIONAL INC.	T.S.E. MATERIAL
BELL CANADA	IFS 9 MN SE 30 83
BELL CANADA ENTERPRISES INC.	IFS 9 MN SE 30 83
BELLS AND UTILITIES	IFS 6 MN JE 30 83
BIJOU MINES & OILS LIMITED	SHRHLDRS. MTNG. MAT.
BLACK HAWK MINING INC.	IFS 9 MN SE 30 83
BLACK PHOTO CORPORATION LIMITED	IFS 6 MN SE 30 83
BLOCK BROS. INDUSTRIES LTD.	APPLICATION
BLUEWATER OIL & GAS LTD.	FORM 20-F
BMB COMPUSCENCE CANADA LTD.	PROSPECTUS
BOMAC BATTEN LIMITED	SHRHLDRS. MTNG. MAT.
BOW VALLEY INDUSTRIES LTD.	IFS 9 MN SE 30 83
BOW VALLEY INDUSTRIES LTD.	CERTIF. OF MAILING
BOW VALLEY RESOURCE SERVICES LTD.	IFS 9 MN SE 30 83
BOW VALLEY RESOURCE SERVICES LTD.	PRESS RELEASE
BP RESOURCES CANADA LIMITED	CERTIF. OF MAILING
BRALORNE RESOURCES LIMITED	IFS 9 MN SE 30 83
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BRASCAN LIMITED	DIVIDEND NOTICE
BRENDA MINES LIMITED	IFS 9 MN SE 30 83
BRINCO LIMITED	IFS 9 MN SE 30 83
BRINCO LIMITED	PRIVATE PLACEMENTS
BRINCO LIMITED	CERTIF. OF MAILING
BRINCO LIMITED	PRIVATE PLACEMENTS
BRITISH COLUMBIA FOREST PRODUCTS LIMITED	T.S.E. MATERIAL
BROOKE BOND INC.	AUD. ANN. FIN. STMT.
BROULAN RESOURCES INC.	IFS 5 MN SE 30 83
BROWN-MCDADE RESOURCES LIMITED	PRIVATE PLACEMENTS
BUDD CANADA INC.	SALES FOR ITS FISCAL
BYTEC-COMTERM INC.	PRESS RELEASE
BYTEC-COMTERM INC.	MERGER-AMALGAMATION
BYTEC-COMTERM INC.	NAME CHANGE
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CABOT DEVELOPMENT CORPORATION LIMITED	PRIVATE PLACEMENTS
CABOT DEVELOPMENT CORPORATION LIMITED	PRIVATE PLACEMENTS
CABOT DEVELOPMENT CORPORATION LIMITED	PRIVATE PLACEMENTS
CABOT TRUST COMPANY	IFS 9 MN SE 30 83
CADILLAC FAIRVIEW CORPORATION LIMITED	PRIVATE PLACEMENTS
CADILLAC FAIRVIEW CORPORATION LIMITED	T.S.E. MATERIAL
CAE INDUSTRIES LTD.	IFS 6 MN SE 30 83
CAL-DATALINE CORPORATION	APPLICATION

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ISSUER	TITLE
CALAIS RESOURCES LTD.	IFS 9 MN SE 30 83
CALAIS RESOURCES LTD.	T.S.E. MATERIAL
CAMEL OIL & GAS LTD.	PRESS RELEASE
CAMINDEX MINES LIMITED	IFS 6 MN SE 30 83
CAMINDEX MINES LIMITED	IFS 3 MN JE 30 83
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CAMPBELL RED LAKE MINES LIMITED	10Q 9 MN SE 30 83
CAMPBELL RED LAKE MINES LIMITED	PRESS RELEASE
CAMPEAU CORPORATION	IFS 9 MN SE 30 83
CAN-PAL CANADIAN ISRAEL CORP. LTD.	IFS 9 MN SE 30 83
CANADA CEMENT LAFARGE LTD.	IFS 9 MN SE 30 83
CANADA DEVELOPMENT CORPORATION	IFS 9 MN SE 30 83
CANADA PERMANENT MORTGAGE CORPORATION	IFS 9 MN SE 30 83
CANADA SAFEWAY LIMITED	PRIVATE PLACEMENTS
CANADA SOUTHERN PETROLEUM LTD.	10Q 3 MN SE 30 83
CANADA SOUTHERN PETROLEUM LTD.	SHRHLDRS. MTNG. MAT.
CANADA TRUSTCO MORTGAGE COMPANY	T.S.E. MATERIAL
CANADA TUNGSTEN MINING CORPORATION	IFS 9 MN SE 30 83
CANADIAN FOUNDATION COMPANY LTD.	PRESS RELEASE
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CANADIAN PACIFIC ENTERPRISES LIMITED	10Q 9 MN SE 30 83
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CANADIAN PACIFIC LIMITED	FINANCIAL RESULTS 9
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CANADIAN TIRE CORPORATION LIMITED	PRIVATE PLACEMENTS
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CANADIAN UTILITIES LIMITED	PRIVATE PLACEMENTS
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CANAMAX RESOURCES INC.	CERTIF. OF MAILING
CANSHORE EXPLORATION LIMITED	IFS 9 MN SE 30 83
CAPTAIN CONSOLIDATED RESOURCES LTD.	PRIVATE PLACEMENTS
CARA OPERATIONS LIMITED	CERTIF. OF MAILING
CARLING O'KEEFE LIMITED	CERTIF. OF MAILING
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CARMA LTD.	PRESS RELEASE
CAROLIN MINES LTD.	ANNUAL REPORT
CAROLIN MINES LTD.	SHRHLDRS. MTNG. MAT.
CARVERN INTERNATIONAL INDUSTRIES LTD.	SHRHLDRS. MTNG. MAT.
CAVALIER ENERGY LIMITED	PRESS RELEASE
CCL INDUSTRIES INC.	PRESS RELEASE
CHANCELLOR ENERGY RESOURCES INC.	T.S.E. MATERIAL
CHARTER OIL COMPANY LIMITED	PRESS RELEASE
CHRYSLER CORPORATION	10Q 9 MN SE 30 83

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CHRYSLER FINANCIAL CORPORATION	10Q 9 MN SE 30 83
CINCINNATI ENERGY CORP.	IFS 9 MN SE 30 83
CINCINNATI ENERGY CORP.	CHANGE DIRECTORS
CINEPLEX CORPORATION	PRESS RELEASE
CINEPLEX CORPORATION	PRIVATE PLACEMENTS
CLEYO RESOURCES INC.	PRESS RELEASE
CME RESOURCES INC.	T.S.E. MATERIAL
COASTAL INTERNATIONAL LTD.	FORM 27-MAT. CHANGE
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COMBINED TECHNOLOGIES CORPORATION	ANNUAL REPORT
COMINCO LTD.	PRESS RELEASE
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CONDOR CERAMIC MINERALS LIMITED	APPLICATION
CONDUITS-AMHERST LIMITED	LET. TO SHAREHOLDERS
CONIAGAS MINES LIMITED, THE	CERTIF. OF MAILING
CONSOLIDATED COMPUTER INC.	AUD. ANN. FIN. STMT.
CONSOLIDATED COPPER-LODE DEVELOPMENTS	AUD. ANN. FIN. STMT.
CONSOLIDATED DURHAM MINES AND RESOURCES	ANNUAL REPORT
CONSOLIDATED DURHAM MINES AND RESOURCES	IFS 3 MN SE 30 83
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CONSOLIDATED LOUANNA GOLD MINES LTD.	AUD. ANN. FIN. STMT.
CONSOLIDATED LOUANNA GOLD MINES LTD.	AUD. ANN. FIN. STMT.
CONSOLIDATED LOUANNA GOLD MINES LTD.	IFS 3 MN SE 30 83
CONSOLIDATED LOUANNA GOLD MINES LTD.	SHRHLDRS. MTNG. MAT.
CONSOLIDATED LOUANNA GOLD MINES LTD.	LET. TO SHAREHOLDERS
CONSOLIDATED PROFESSOR MINES LIMITED	IFS 9 MN SE 30 83
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COTTON VALLEY RESOURCES INC.	IFS 9 MN SE 30 83
CRAIBBE-FLETCHER GOLD MINES LIMITED	IFS 9 MN SE 30 83
CREDIT INDUSTRIEL DESJARDINS INC.	IFS 9 MN SE 30 83
CROWN FOREST INDUSTRIES LIMITED	T.S.E. MATERIAL

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CROWN LIFE INSURANCE COMPANY	CHANGE DIRECTORS
CRUZ SILVER MINES LTD.	PRIVATE PLACEMENTS
CRUZ SILVER MINES LTD.	OFFERING MEMORANDUM
CUVIER MINES INC.	IFS 9 MN SE 30 83
CUVIER MINES INC.	T.S.E. MATERIAL
D.A. STUART OIL CO., LIMITED	ANNUAL REPORT
D.A. STUART OIL CO., LIMITED	SHRHLDRS. MTNG. MAT.
DEER MEADOW ESTATES LIMITED PARTNERSHIP	PROSPECTUS
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DICKENSON MINES LIMITED	PRESS RELEASE
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DOMTAR INC.	IFS 9 MN SE 30 83
DRUMMOND MCCALL INC.	IFS 9 MN SE 30 83
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DYNAMAR ENERGY LIMITED	IFS 9 MN SE 30 83
EAGLET MINES LIMITED	IFS 9 MN OC 31 83
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ENS BIO LOGICALS INC.	FORM 27-MAT. CHANGE
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FCA INTERNATIONAL LTD.	IFS 3 MN SE 30 83
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FINCORP CAPITAL LTD.	APPLICATION
FIRST AMERICAN RESOURCES LTD.	LET. TO SHAREHOLDERS

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GEAC COMPUTER CORPORATION LIMITED	PRESS RELEASE
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TERRY GOLD EXPLORATIONS INC.	IFS 3 MN SE 30 83
TERRY GOLD EXPLORATIONS INC.	SHRHLDRS. MTNG. MAT.
TEXACO CANADA INC.	FORM 27-MAT. CHANGE
TEXACO CANADA INC.	CERTIF. OF MAILING

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ISSUER	TITLE
TEXAS INTERNATIONAL COMPANY	10Q 9 MN SE 30 83
TEXAS INTERNATIONAL COMPANY	FORM 8-K
THOMSON NEWSPAPERS LIMITED	DIVIDEND NOTICE
THOMSON NEWSPAPERS LIMITED	T.S.E. MATERIAL
THOR RESOURCES INC.	FORM 27-MAT. CHANGE
TINTINA MINES LIMITED	IFS 9 MN SE 30 83
TORONTO SUN PUBLISHING CORPORATION	PRESS RELEASE
TRACKER RESOURCES INC.	IFS 9 MN SE 30 83
TRADERS GROUP LIMITED	IFS 9 MN SE 30 83
TRANS CANADA OPTIONS INC.	APPLICATION
TRANS CANADA OPTIONS INC.	RULING/ORDER/REASONS
TRANS MOUNTAIN PIPE LINE COMPANY LIMITED	IFS 9 MN SE 30 83
TRANS MOUNTAIN PIPE LINE COMPANY LIMITED	PRESS RELEASE
TRANS-CANADA RESOURCES LTD.	PRESS RELEASE
TRANS-WESTERN EXPLORATION, INC.	PRESS RELEASE
TRANSALTA RESOURCES CORPORATION	PROSPECTUS
TRANSALTA UTILITIES CORPORATION	PRESS RELEASE
TRANSALTA UTILITIES CORPORATION	PROSPECTUS
TREASURE VALLEY EXPLORATIONS LTD.	AUD. ANN. FIN. STMT.
TREASURE VALLEY EXPLORATIONS LTD.	CHANGE OF AUDITORS
TRI-ARC ENERGY LIMITED	ANNUAL REPORT
TRILLIUM TELEPHONE SYSTEMS INC.	APPLICATION
TRILON FINANCIAL CORPORATION	IFS 9 MN SE 30 83
TRIMAC LIMITED	IFS 9 MN SE 30 83
TRINITY MINES INC.	RULING/ORDER/REASONS
TRINITY RESOURCES LTD.	IFS 9 MN SE 30 83
TRIO-ARCHEAN DEVELOPMENTS INC.	SHRHLDRS. MTNG. MAT.
TUNDRA GOLD MINES LIMITED	RULING/ORDER/REASONS
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ULTRAMAR CANADA INC.	APPLICATION
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UNICORP CANADA CORPORATION	PRESS RELEASE
UNION CARBIDE CANADA LIMITED	RULING/ORDER/REASONS
UNION CARBIDE CANADA LIMITED	APPLICATION
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UNION GAS LIMITED	PRIVATE PLACEMENTS
UNITED ACCUMULATIVE FUND LTD.	ANNUAL REPORT
UNITED ACCUMULATIVE FUND LTD.	SHRHLDRS. MTNG. MAT.
UNITED FINANCIAL MANAGEMENT LTD.	IFS 9 MN SE 30 83
UNITED WESTBURNE INDUSTRIES LIMITED	IFS 6 MN SE 30 83
UNIVERSAL EXPLORATIONS (83) LTD.	MERGER-AMALGAMATION
UNIVERSAL FUELS COMPANY	RULING/ORDER/REASONS
URANEX RESOURCES LIMITED	CERTIFICATES IN ESCR
UTILITIES & FUNDING CORPORATION LIMITED	ANNUAL REPORT
UTILITIES & FUNDING CORPORATION LIMITED	CERTIF. OF MAILING
WAINOCO OIL CORPORATION	10Q 9 MN SE 30 83
WAJAX LIMITED	IFS 9 MN SE 30 83
WARDAIR INTERNATIONAL LTD.	IFS 9 MN SE 30 83

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ISSUER	TITLE
WARDAIR INTERNATIONAL LTD.	PRELIM. PROSPECTUS
WESCAP ENERGY CORPORATION	SHRHLDRS. MTNG. MAT.
WESTERN RESOURCES MINERALS LIMITED	PRESS RELEASE
WESTGROWTH PETROLEUMS LTD.	FORM 27-MAT. CHANGE
WHITE STAR COPPER MINES LIMITED	AUD. ANN. FIN. STMT.
WHONNOCK INDUSTRIES LIMITED	IFS 9 MN SE 30 83
WILLIAM COMPANIES, THE	SHRHLDRS. MTNG. MAT.
WILSHIRE OIL COMPANY OF TEXAS	PRESS RELEASE
WINSTON CHURCHILL INVESTMENTS	IFS 9 MN SE 30 83
WOODLANDS, THE	RULING/ORDER/REASONS
WOODLANDS, THE	APPLICATION
WRIGHT ENERGY CORPORATION	RULING/ORDER/REASONS
YELLOWKNIFE BEAR RESOURCES INC.	IFS 3 MN SE 30 83
YELLOWKNIFE BEAR RESOURCES INC.	TAKEOVER/FORM 35
ZENMAC EXPLORATIONS LIMITED	CHANGE DIRECTORS

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CHAPTER 11

NEW ISSUE AND SECONDARY FINANCING

11.1 FINAL RECEIPTS - PRELIMINARY PROSPECTUSES RECEIVED

11.1.1 GAZ METROPOLITAIN, INC.

Gaz Metropolitain, inc.

Final receipt issued November 24, 1983 for a prospectus dated November 24, 1983 qualifying for sale a minimum of 2,000,000 and a maximum of 2,100,000 common shares at \$7.75 per share to provide net proceeds to the Company of a minimum of \$14,686,000 and a maximum of \$15,434,500 after commissions.

Underwriters: Levesque, Beaubien Inc.
Geoffrion, Leclerc Inc.
Nesbitt Thomson Bongard Inc.
Wood Gundy Limited

11.1.2 STANDARD TRUSTCO III

Standard Trustco III

Final receipt issued November 25, 1983 for a prospectus dated November 25, 1983 qualifying for sale 1,130 units in two limited partnerships to net the partnerships \$2,542,500 each.

Promoter: Rollins Construction Ltd.

Agent: Taxplan Investments Limited

11.1.3 IVACO INC.

Ivaco Inc.

Receipt issued November 23, 1983 for final prospectus dated November 23, 1983 qualifying 2,000,000 \$2.00 cumulative redeemable convertible second preferred shares, series 2 to be offered at \$25.00 per share to net the Company \$48,000,000.

Underwriters: Merrill Lynch Canada Inc.
McLeod Young Weir Limited
Nesbitt Thomson Bongard Inc.

11.1.4 RAILHEAD RESOURCES INC.

Railhead Resources Inc.

A final receipt was issued November 28, 1983 for a prospectus dated November 24, 1983 offering 1,000,000 common shares without par value at \$1.00 per share to net the Company \$500,000 before deducting expenses of the issue.

There is a secondary offering of 500,000 shares offered by the Underwriter in the \$1.00 to \$2.00 price range. None of the proceeds of the secondary offering accrue to the Company.

Underwriter: Gordon-Daly Grenadier Limited

Promoter: 463754 Ontario Ltd.

11.1.5 KEEPRITE INC.

Keeprite Inc.

Final receipt was issued on November 29, 1983 for a prospectus dated November 25, 1983 describing a rights offering to common shareholders of record (other than dissenting shareholders) as of December 9, 1983. One right will be issued for each common share. One right will entitle the holder to purchase three common shares at a price of \$8.00 per share. Proceeds to the Company will be a maximum of \$22,595,000 before expenses of the offering.

11.1.6 RIDGE LAND PROPERTIES LIMITED PARTNERSHIP

Ridge Land Properties Limited Partnership
(formerly Lakeland Village Estate Limited Partnership)

Final receipt issued November 29, 1983 for a prospectus dated November 28, 1983 qualifying for sale 1,000 limited partnership units at \$2,975 per unit with a minimum purchase of four units. Net proceeds to the Partnership are \$2,692,375.

Promoter: Qualico Developments Ltd.

Agent: Qualico Securities Ltd.

11.1.7 WATERFORD HOUSE

Waterford House

Final receipt issued November 29, 1983 for prospectus dated November 28, 1983 qualifying for sale in Ontario a secondary offering of 567 limited partnership units at \$2,521.00 per unit. There is a minimum subscription of 5 units. None of the proceeds of this offering will accrue to the Partnership.

Selling Security Holder: Imperial Developments (Canada) Ltd.

Agent: Imperial Securities Ltd.

Promoter: Imperial Financial Services Ltd.

11.1.8 FINANCIAL TRUSTCO CAPITAL LTD.

Financial Trustco Capital Ltd.

Final receipt issued November 30, 1983 for a prospectus dated November 28, 1983 qualifying for sale in Ontario 1,500,000 units, each consisting of 1 common share and 1 series A warrant, at \$6.50 per unit to provide net proceeds to the Company of \$9,116,250 before deducting expenses of issue.

Underwriter: Walwyn Stodgell Cochran Murray Limited

11.2 FINAL RECEIPTS - SHORT FORM PROSPECTUS RECEIVED

11.2.1 AMCA INTERNATIONAL LIMITED

AMCA International Limited

A final receipt was issued November 24, 1983 for a short form prospectus dated November 24, 1983 offering \$75,000,000 8.84% cumulative redeemable retractable preferred shares, series 1 at \$25.00 per share to net the Company \$72,675,000 before deducting expenses of the issue.

Underwriters: Dominion Securities Ames Limited
Wood Gundy Limited
Nesbitt Thomson Bongard Inc.

11.3 PRELIMINARY PROSPECTUSES WITHDRAWN

11.3.1 ARGENTEX RESOURCE EXPLORATION CORP.

November 28, 1983

Argentex Resource Exploration Corp.

Preliminary prospectus dated August 5, 1983 has been withdrawn by the Company.

11.3.2 WAYFAIR EXPLORATIONS LTD.

November 29, 1983

Wayfair Explorations Ltd.

The preliminary prospectus dated August 19, 1983 has been withdrawn by the Company.

11.4 PRELIMINARY SHORT FORM PROSPECTUS RECEIVED

11.4.1 HIRAM WALKER RESOURCES LTD.

November 29, 1983

Hiram Walker Resources Ltd.

National Issue-Ontario

Offering \$* % debentures, carrying the right to receive common share purchase warrants at a price of * plus accrued interest, if any, to yield % per annum.

Underwriters: Dominion Securities Ames Limited
Burns Fry Limited

11.5 PRELIMINARY PROSPECTUS RECEIVED

11.5.1 SPINNAKER RECREATIONAL DEVELOPMENT CORPORATION

November 25, 1983

Spinnaker Recreational Development Corporation

National Issue-Ontario

Terratech Resources Inc. is issuing by way of dividend to each holder of its common shares of record at the close of business on *, 1983 one right for each common share held. Holders of rights are entitled to purchase one common share of Spinnaker Recreational Development Corporation owned by Terratech for each four rights at a price of \$1.00 per common share. Each holder of common shares of Terratech is entitled to receive one right for each such common share held.

11.6 ANNUAL INFORMATION FORM RECEIVED

11.6.1 HIRAM WALKER RESOURCES LTD.

November 29, 1983

Hiram Walker Resources Ltd.

An annual information form dated November 29, 1983 has been filed by Hiram Walker Resources Ltd. This is a refiling.

CHAPTER 12
REGISTRATIONS (NIL)

THERE IS NO MATERIAL FOR THIS CHAPTER
IN THIS ISSUE

CHAPTER 25
OTHER INFORMATION (NIL)

THERE IS NO MATERIAL FOR THIS CHAPTER
IN THIS ISSUE

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CHAPTER 1

NOTICES/PRESS RELEASES

1.1 REMARKS OF PETER DEY TO THE CONFERENCE BOARD OF CANADA

REMARKS OF PETER DEY TO THE CONFERENCE BOARD OF CANADA

I am grateful to the Conference Board for the opportunity to participate in this conference on Canadian corporate governance.

In considering what subject would be appropriate for my remarks today, I must confess that I was tempted to use this opportunity to tell you why the Ontario Securities Commission has recommended that underwriting and full service brokerage, which includes the provision of investment advice, should be preserved for the securities industry, and that the effect of the Commission recommendations will be to allow the securities industry to continue to provide Canadian entrepreneurs with long term and permanent capital, and that with this protected base, the securities industry should be able to compete vigorously at the fringes of its segment of the financial system with other financial institutions, and that both the consumer of financial services and the liquidity of our capital markets should benefit from these recommendations, and finally, that the Commission welcomes debate on the merits of the model it has proposed.

Rather than succumb to this temptation, I would like to be a little more in step with the theme of this conference, and discuss the role of securities regulation in corporate governance. In approaching this issue, I would like to try to show that, although the role of securities regulation in corporate governance has evolved -- almost by default -- its role is not only appropriate, but necessary.

Then I would like to take an important issue of corporate governance, the increasing use of non-voting common shares, and use it as an example, to illustrate a possible approach for the securities regulator to this growing phenomenon of corporate finance.

And then, I would like to identify some issues which we are thinking about at the Securities Commission concerning the Commission's power to influence and sanction corporate conduct.

First, a brief historical perspective.

When the corporate form of business enterprise emerged in the late 17th and early 18th century, shareholders protected themselves by negotiating their collective and individual rights and obligations, both in relation to the

corporation and to one another. The modern corporate vehicle emerged in response to the requirements of entrepreneurs for more capital. The corporate vehicle was capable of providing centralized control and management - notwithstanding the breadth of ownership which resulted from general offerings of securities.

The early role of the securities regulator was to protect the investor before he became a shareholder. Once the investor became a shareholder, the regulator generally lost interest in him, believing that whatever protection the investor required would be provided by corporate law.

Over the years, it became apparent that this distinction between investor protection and shareholder protection was quite artificial, and that more continuity was required in the relationship between regulator and investor. The securities regulator responded to a degree, and imposed obligations upon public companies to keep their shareholders informed on an ongoing basis. The emphasis was upon disclosure and maintaining an informed marketplace.

It was soon recognized that disclosure, as the sole regulatory device, had its limitations. The marketplace included companies incorporated in a variety of jurisdictions - each specifying different standards of corporate conduct and conferring different shareholder rights.

Investors were apprehensive that their rights against the corporation were uneven, and could depend upon the fortuitous circumstance of its jurisdiction of incorporation. In addition, investor confidence required a guarantee that corporations offering securities into the market would all abide by certain minimum standards of conduct.

The Legislature imposed standards of conduct in some areas of corporate activity through the Securities Act. Two relatively early examples of these standards are the requirement imposed upon corporations to solicit proxies, and the requirement to make take-over bids only in compliance with the code of conduct prescribed by the Act.

These standards were recommended in the mid 1960's in the landmark report of the committee chaired by the late Jack Kimber. The Legislature also recognized that legislating corporate conduct for creative participants in a volatile marketplace could be cumbersome - and therefore, not responsive to market requirements in a timely manner.

The court system equally could not be relied on to prescribe standards of corporate conduct in a timely manner because of the expense and other difficulties faced by minority shareholders.

As an aside, it is interesting to note that the same Kimber Report recommended that the issue of sharing premiums for control with minority shareholders should be left to the courts. Fourteen years later, after a couple of abusive transactions occurred that were not remedied in the courts, the Ontario Legislature mandated equal treatment of shareholders when control of a public company is transferred at a premium. The mechanism to implement this mandate -- the follow-up offer -- is being reconsidered.

But the point is, that the courts were unable to provide a solution. The Legislature provided one, but it took several years.

The companies regulator was not that well positioned to define and implement standards of conduct on a timely basis because he incorporates companies for a single jurisdiction. The responsibility then fell to the securities regulator, because of his dealings with issuers wherever incorporated, and because of his proximity to the marketplace.

The result : securities legislation in Ontario now confers certain powers upon the Securities Commission which enable it to influence corporate conduct without having to await legislative amendments or court decisions.

There are two powers in particular to which I would like to refer: the power to order that trading shall cease in any securities, and the power to deny access to the marketplace to any person or company.

Both powers may be exercised by the Commission where, in its opinion, the exercise of the power is in the public interest. Like fine art, the public interest is in the eye of the beholder - and that's why it's important that the beholder in this case, broadly represents the investing public and the business and investment communities.

Doubtless, you have received securities advice based upon the Act and the regulations. You may also have wondered about advice based upon OSC policy statements. Policy statements, in many respects, simply state the interpretation of the Securities Commission of the public interest in a variety of circumstances.

The cease trade power is exercised to protect investors. The best example of circumstances for its use arises when there is a lack of information in the marketplace. But it may also be used to prohibit the implementation of corporate transactions.

For example, if the Commission feels that the terms of a take-over bid are unfair to a group of shareholders, the Commission can prohibit the bid from proceeding until the bid is amended. However, in influencing corporate conduct, the power to deny access to the marketplace is of much greater use to the Commission.

Whereas all shareholders may be affected when the cease trade power is exercised, because they lose the market for their securities, when the Commission exercises its power to deny access to the markets, the power can be directed at particular persons or companies, and can spell out the particular transaction which is barred from the market. Armed with these discretionary powers, the securities regulator can impose higher standards of conduct than would be required by the applicable corporate law.

A good example of the exercise of these powers arose in the late '70s, when the equity markets were depressed, and it made good economic sense for corporations with publicly owned subsidiaries to squeeze out the public shareholders.

Many techniques were available to achieve this purpose. A common technique involved the use of the corporate amalgamation. The corporate law provisions for amalgamations were, at that time, and for the most part continue to be, quite wooden, and generally do not prescribe different standards of corporate conduct for squeeze-outs than for conventional amalgamations.

The Commission considers that going private transactions are capable of being unfair and abusive, but are not inherently unfair.

The Commission sought to correct an imbalance in the relative positions of the "squeezor" and "squeezee", and issued a policy which required the publication of an independent valuation of the company to be squeezed, required in addition to any other security holder approval provided by the corporate law, that there be a vote of the majority of the minority, and required that certain information be made available to shareholders, such as the reasons for the transaction, tax consequences, and so on.

To bolster the Securities Commission's regulation of going private transactions - at least in Ontario - the Legislature has adopted legislation applicable to Ontario public companies with requirements similar to the Commission policy. This is an example of policy development by the securities regulator which is ultimately reflected in the corporate law.

In considering the most effective way of influencing corporate conduct, the securities regulator cannot become too enchanted with disclosure as the complete answer to potential abuses of minority shareholders.

And, particularly in a "blue sky" jurisdiction like Ontario, which requires the Commission to examine the merits of a transaction, the securities regulator has an obligation to consider the fairness of the transaction to minority shareholders and if necessary, to exercise discretion to either prohibit the transaction, or to induce a revision of its terms.

A current example of a corporate phenomenon which has been addressed by securities regulators using the disclosure technique, but which, in my view, requires further consideration, is the increasing use of non-voting participating shares. We have a policy which now requires vivid disclosure of the character of the shares, disclosure not only in prospectuses, but in stock quotations, dealer confirmations and in other literature.

It is particularly appropriate in a conference on corporate governance, to wonder out loud whether securities regulators should take a more interventionist approach to the issue.

I should preface my comments in this area, by saying that the Ontario Securities Commission has not yet formally considered the issue, and that any response which does emerge, will be published for comment before implementation.

My comments in this area have two purposes: first, to provide a current example of a corporate financing technique which has important implications for the capital markets, but which is not addressed by the corporate law with the capital markets in mind, and therefore, requires further thought by securities regulators; and second, to suggest possible regulatory responses to this particular development.

The following are four reasons why the securities regulator should be concerned with the use of non-voting common shares:

The first relates to corporate governance.

Obviously, one of the principal instruments of corporate governance is shareholder democracy. The dependence of the securities regulator upon shareholder democracy is evident in a number of areas. I have already mentioned the imposition by the Securities Act of proxy solicitation requirements on all corporations using the Ontario capital markets - a reflection of the importance that securities regulation attaches to an informed shareholder vote.

The vote of shareholders on particular corporate transactions - such as the vote of the minority as a separate class in a going private transaction - provides the regulator with some assurance as to the fairness of the transaction. To the extent that this instrument of private corporate governance is diluted by creative corporate finance, the securities regulator may be obligated to act as an unwelcome substitute.

The second reason relates to the impact of this financing technique upon corporate control.

It is apparent - at least in Ontario - that the policy behind our securities laws is to recognize the value of control, and to require that all shareholders participate in any benefits arising from its transfer. Our laws, therefore, require the Commission to regulate transfers of control to ensure minority shareholder participation.

The policy of the legislation is that the benefits of control are to be shared by all shareholders. Is it not, therefore, inconsistent for securities regulators to stand on the sidelines, while control, in many instances, is effectively being shifted to, or consolidated in, a control group through share splits, financings and other reorganizations involving the use of non-voting common shares?

A third reason for concern relates to the regulators' apprehension about the sensitivity of a management-controlled company to the interests of minority shareholders if the equity interest of management is grossly out of proportion to its control. Even if management is responsible, the public perception of its actions may be difficult to correct. The problem is compounded because the accountability of management to shareholders is more difficult to achieve in shareholder meetings where the outcome of all votes is known in advance.

A fourth reason for the securities regulators' interest is that transfers of control are insulated from the operation of the auction market. The discipline imposed on management by the exposure of management to a hostile take-over bid - an effective means of corporate governance - is lost.

These are but some of the reasons why the securities regulator should ask the question - whether he should intervene in this area. And, I acknowledge that there are a number of arguments to support the use of these shares.

But today, I am really only trying to describe the sort of issue which motivates the securities regulator to do its own corporate law-making. There is a broad spectrum of regulatory responses possible.

At one end, the regulator could do nothing, and simply rely upon the general requirements for disclosure in prospectuses and information circulars, to ensure that the investor knows what he is in for in purchasing and holding non-voting common shares, and rely upon the general corporate law to protect the holders of these shares.

At the other end of the spectrum, the regulator could try to "remake the world" and exercise his discretion to reduce the use of this financing vehicle and perhaps even eliminate it. Within this spectrum, what is the more likely response?

I expect in the near term securities regulators should simply maintain a watching brief and monitor and note differences in the treatment accorded holders of voting common shares and holders of non-voting common shares - and intervene in abusive situations.

For example, securities regulators might exercise their powers to ensure that all new issues of non-voting common shares contain the so-called "coat-tail" provisions, which ensure that if a take-over bid is made for the voting shares, which is accepted by a specified percentage of the voting shares, the bid must be made to the non-voting shareholders on comparable terms.

I expect that a requirement that such a provision be included in the terms of all non-voting shares would not meet with much resistance, because the business and investment communities are already including these provisions in the terms of many of the new issues.

Indeed, perhaps this is an example of the private sector anticipating and avoiding regulatory intervention, by directly addressing the issue of fairness to minority shareholders.

Another response might be for regulators to ensure that the holders of non-voting shares are entitled to representation on the board of directors of the issuer.

I read with interest the press release of Canadian Tire concerning the split of the Class "A" shares, which are non-voting. The Company is proposing to include the right for the holders of the Class "A" shares to elect three directors in an increased board of thirteen.

Without commenting upon the merits of the reorganization, this proposal does suggest a concern that the non-voting shareholders have representation on the board, and thereby enforces a degree of management accountability to them. This type of approach will go some distance in assuaging the concerns of the regulator.

This brings me to a policy question which regulators will have to address. Even accepting that non-voting equity shares are part of the Canadian finance scene, are there situations where the relationship between the control exercised by the controlling shareholders and the equity held by them, is so out of balance that the situation is intolerable? Does some line have to be drawn, beyond which the integrity of the markets is compromised?

Whatever responses emerge, there is little doubt that regulators will watch with interest the actions of minority shareholders, particularly institutional shareholders, as they are asked to vote on charter amendments and corporate reorganizations to create non-voting participating shares.

I don't want to leave you with the impression that intervention is the inevitable response. We at the Commission have great faith in the ability of the financial community to anticipate many regulatory concerns and to address these concerns before the Commission is forced to intervene. This is evident from the evolving practice of corporate financiers to include coat-tail provisions in non-voting shares and from the Canadian Tire example.

No doubt the increasing use of non-voting common shares has implications for the development of the capital markets, beyond the question of corporate governance. The implications of concentrating control of Canada's major corporations in fewer and fewer hands strikes me as an ideal topic for some far-sighted analysis which might ultimately be reflected in the policy underlying securities regulation.

Developments in corporate finance, such as the non-voting participating shares, contribute to the dependency of investors on securities regulators to monitor and assess these developments and where necessary, to be more interventionist. To the extent that investors feel that they can't hold management accountable through the shareholder vote and other means, they often rely upon their regulatory agencies to pursue their rights.

There are, of course, a number of other factors, in addition to the use of non-voting participating shares, which contribute to this investor dependency.

Because control of the vast majority of Canadian corporations is vested in identifiable groups, many investors have less faith in some of the traditional means, such as proxy fights and tender offers, for achieving management accountability.

The horrendous expense of private litigation is also a significant deterrent to shareholder action. Shareholders have recognized that it may be much less expensive to try to motivate the Securities Commission to intervene than to pursue their rights privately. There are other cost-related factors, such as the absence of contingent fees in Ontario, and the potential for having the defendant directors' and corporations' costs assessed against the plaintiff shareholder.

Perhaps one of the major contributing factors to investor dependency upon their regulators, is the difficulty of mounting a representative, or class action. In the U.S., representative actions have been used to press a variety of claims in matters related to corporate governance, including claims against officers and directors for misleading press releases, stock price manipulation and reporting violations, and claims by both direct purchasers and open market purchasers for alleged use of false and misleading prospectuses.

Judicial interpretation of Canadian rules of court procedure have, however, created difficulties for Canadian investors.

For example, the class to be represented has to be easily and unambiguously defined, and there must be a fund or pool of assets which can be identified and divided in a relatively straightforward manner among the members of the class, according to their respective participations in the transaction which is the subject of the litigation.

Requirements such as these may be capable of being satisfied in an action for a misleading prospectus, but it is unlikely that such an action could be maintained against a corporation for issuing a misleading press release.

A potentially much more effective means of controlling the activities of corporate directors and officers is the derivative action. A derivative action is brought by a person in the name of the corporation to remedy a wrong done to the corporation.

A relatively recent development in companies legislation which contributes to the Commission's ability to intervene, is the addition of the Commission as one of the possible complainants against a corporation. The Commission can then sue, like a minority shareholder, for oppressive conduct.

The Commission relied upon this provision in the Ontario Business Corporations Act to sue to have an inspector appointed for Mascan. I expect that naming the Commission as a potential plaintiff in investor actions is a trend -- a trend which will be continued with further amendments to our securities legislation -- to allow the Securities Commission to sue on behalf of investors for misleading statements published in press releases and prospectuses, and so on.

Resort by the Commission to the courts gives the Commission greater scope for creativity in the sanctions which can be fashioned to control questionable corporate conduct. Suing as a minority shareholder is a relatively recent technique used by the Commission to influence corporate conduct.

The Commission has other statutory powers available to it to achieve this purpose. It can sue in the courts for compliance with one of its orders, as it has to enforce follow-up obligations. It can prosecute corporations and their directors and officers for breaches of the Securities Act and Regulations, as

it did recently to obtain its first conviction for a breach of the insider trading provisions of the Act. But perhaps where the Commission is most effective in influencing corporate conduct, is in the use of the power to deny access to capital markets, for a specified period of time -- the power that I referred to earlier.

Some of the issues which have emerged from the Commission's use of this so-called "124 power" to influence corporate conduct, are the following:

In what circumstances should corporate conduct be referred to in the courts for prosecution, rather than be the subject of a 124 proceeding?

The 124 proceeding has the advantage of being quickly convened to review actions which may still be fresh in the minds of investors, and can be convened before a panel of persons knowledgeable in securities regulation.

In what circumstances should 124 proceedings be settled between the Commission and the parties subject to the proceeding?

We have noticed an increasing desire by parties to these proceedings, to settle the action and agree to a sanction -- which may range from a reprimand by the Commission to a denial of the right to trade securities for a specified period of time. The parties are motivated to settle to avoid the cost of the proceeding before the Commission and to minimize publicity concerning their actions.

In this connection, we are discovering that publicity appears to be a much stronger sanction than denial of trading privileges. But we worry about publicity -- because it is only a fair sanction if it is accurate -- and we cannot, of course, control the material that is ultimately published in the media. All we can do is use our best efforts to try to ensure that the media understand the issues which, in fairness to the media, are often complex.

Influencing corporate conduct through sanctioning is a bit of a gloomy note on which to close. But, I am hoping that you are saying to yourself that it is really in our collective interests that securities regulators have these powers, provided that they act in an even-handed manner, and in a creative manner, to influence corporate conduct.

What I have tried to do today is to describe the role of the securities regulator in picking up where the corporate law leaves off to influence corporate conduct and thereby, to contribute to investor confidence.

And, I should conclude by saying that much of the credit for influencing corporate conduct must go to the business community itself. The business community often leads the regulator in setting the standards of conduct it will tolerate. Indeed, I believe strongly in private self regulation, but sometimes when an important means for achieving private self regulation is diluted -- such as through the use of non-voting common shares -- the regulator has to take a more active interest in the issue.

I have also noted a couple of issues concerning our sanctioning and influencing processes. There are many more.

We welcome your comments, particularly as we are now engaged in the preparation of revisions to our securities legislation.

I congratulate the Conference Board on organizing this conference. Corporate governance is an issue of vital importance to the securities regulator, and I am delighted that there has been such an enthusiastic response by the business community to the issues raised at this conference.

1.2 CROWN TRUST COMPANY

IN THE MATTER OF THE SECURITIES ACT.
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF CROWN TRUST COMPANY

NOTICE OF HEARING
(section 123)

UPON having issued a Temporary Order dated December 5, 1983 (the "Temporary Order") that all trading in the common shares, 8-3/4% Preference Shares, Series A and 14-1/2% Preference Shares, Series B (the 8-3/4% Preference Shares, Series A and 14-1/2% Preference Shares, Series B being herein collectively referred to as the "Preference Shares") of CROWN TRUST COMPANY ("Crown Trust") shall cease for a period of fifteen days, provided that the Temporary Order shall not apply, subject to certain conditions as set out in the Temporary Order, to a trade of Preference Shares where the vendor makes the trade solely for the purpose of establishing a tax loss:

TAKE NOTICE that the Ontario Securities Commission (the "Commission") will hold a hearing pursuant to section 123 of the Securities Act, R.S.O. 1980, c.466 (the "Act") at its offices on the 18th floor, 20 Queen Street West, Toronto on Tuesday, the 20th day of December, 1983 at 2:30 o'clock in the afternoon, or so soon thereafter as the hearing can be held, to consider whether the said Temporary Order should be extended because satisfactory information has not been provided to the Commission, and if so, whether the exception for tax loss selling of Preference Shares should also be extended:

AND TAKE NOTICE that any party to the proceeding may be represented by counsel of his choice at the hearing if he attends or submits evidence thereat:

AND TAKE NOTICE that upon failure of any party to attend at the time and place aforesaid, the hearing may proceed in his absence and he is not entitled to any further notice in the proceedings.

December 6, 1983.

"Julie-Luce B. Farrell"

To: Crown Trust Company
c/o McMillan, Binch
Barristers & Solicitors
38th Floor
South Tower
Royal Bank Plaza
Toronto, Ontario
M5J 2J7
Attention: Wm. Woloshyn

1.3 OSC POLICY STATEMENT 5.1Notice

The Commission has amended OSC Policy Statement 5.1 Prospectuses - General Guidelines by adding the following paragraph:

18. Offerings In Which Trust Companies Are Involved

Where a trust company registered under the Loan and Trust Corporations Act or any affiliate of such trust company is:

- (a) the promoter of an issuer whose securities are qualified by a prospectus, or
- (b) the manager of, or, the portfolio manager of the portfolio of a mutual fund or a closed-end investment corporation or trust whose securities are qualified by a prospectus

the issuer's prospectus shall have the following statement in bold face type on the face page:

"(Insert description of security - e.g. Units of the Fund) are not "deposits" within the meaning of the Canada Deposit Insurance Corporation Act (Canada) and are not insured under the provisions of that Act or any other legislation."

1.4 THE TORONTO FUTURES EXCHANGE

THE TORONTO FUTURES EXCHANGE
APPLICATION RESPECTING THE
COMMENCEMENT OF TRADING

The Toronto Futures Exchange (the "Exchange") has made application to the Ontario Securities Commission (the "Commission") with respect to the commencement of trading on the Exchange. The substance of the Application is as follows:

1. Application for registration as a Commodity Futures Exchange pursuant to section 19 of the Commodity Futures Act (the "CFA");
2. Application for recognition as a self-regulatory organization pursuant to section 15 of the CFA;
3. Application for recognition as a Stock Exchange pursuant to section 22 of the Securities Act, for the purpose of being able to trade the option on silver bullion presently traded on The Toronto Stock Exchange;
4. Application for exemption from the requirements of subsections 46(1) and (4) of the CFA which require a registered Futures Commission Merchant to segregate client funds;
5. Application for exemption pursuant to section 38 of the CFA regarding transitional clearing arrangements;
6. Application for an order pursuant to section 38 of the CFA with respect to trader members acting as floor traders, who are not employees of a dealer;
7. Application for an order pursuant to section 73 of the Securities Act with respect to trader members acting as options floor traders;
8. Filing of the By-laws pursuant to section 20 of the CFA is expected as soon as the Board of Governors of the Exchange have formally adopted them.

The Commission proposes to give expeditious consideration to the application of the Exchange. This omnibus application raises important issues respecting the commencement of trading on the Exchange. Prior to making a decision, the Commission would welcome the benefit of public comment on any of the issues raised by the Application.

Copies of the Application and of the By-laws (when adopted) can be obtained by contacting the Exchange at 947-4485.

A public meeting, if necessary, will be scheduled for the second week of January, 1984. Trading is set to commence on the Exchange on January 16, 1984.

Interested parties are invited to make written submissions. Submissions should be received by December 22, 1983, and should be addressed to the Commission as follows:

Secretary to the Commission
Ontario Securities Commission
Suite 1800, Box 55
20 Queen Street West
Toronto, Ontario M5H 3S8

Those making submissions are requested to provide fourteen copies to the Commission.

CHAPTER 2

DECISIONS, ORDERS AND RULINGS

2.1 CAMINO GOLD MINES LIMITED

Headnote

Section 73 - issue of shares to creditors

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 166

AND

IN THE MATTER OF CAMINO GOLD MINES LIMITED

RULING (Section 73)

UPON the application of Camino Gold Mines Limited ("Camino"), a Company incorporated under the laws of the Province of Ontario, to the Ontario Securities Commission (the "Commission") for a ruling pursuant to section 73 of the Securities Act, R.S.O. 1980, c. 466 (the "Act");

AND UPON a cease trading Order dated May 18, 1979 which has been issued against Camino by the Commission because of Camino's failure to file financial statements, now having been lifted as of August 30, 1983;

AND UPON Camino no longer being in default of the requirements of Parts XVII and XVIII of the Act;

AND UPON it appearing to the Commission that:

- A. Upon the occurrences of certain transactions involving the purchase and sale of assets situate in Bolivia, Camino has been in a position to produce audited financial statements, and now awaits only the issuance of shares to certain of its creditors in order to put its business and corporate affairs in order; and
- B. The shareholders of Camino have on two occasions approved the transactions and proposed share issuances;

AND UPON the Commission being of the view that to so rule would not be prejudicial to the public interest:

NOW THEREFORE IT IS RULED that the issuance of common and preference shares of Camino to the purchasers as set forth in Schedule "A" hereto up to the numbers set forth therein is not subject to sections 24 or 52 of the Act, subject to the following terms and conditions:

1. For all purposes of the Act and the regulations the shares of Camino issued pursuant to this ruling shall be deemed to have been issued pursuant to one of the exemptions from section 52 referred to in subsection 71(4) of the Act; and
2. Camino shall deliver to each of the purchasers a copy of this ruling, an explanation of the effect of paragraph 1 hereof, and each such purchaser shall give a written acknowledgment of the receipt of the same, together with an acknowledgment that the protections of the Act, including the statutory rights of rescission or damages, will not be available in respect of the shares acquired pursuant to this ruling, addressed to this Commission, which written acknowledgments Camino shall file with the Commission.

November 30, 1983.

"R. J. Kane"

"J. W. Blain"

SCHEDULE "A"

TO A RULING UNDER SECTION 73
OF THE SECURITIES ACT (ONTARIO)
BY THE ONTARIO SECURITIES COMMISSION

IN THE MATTER OF CAMINO GOLD MINES LIMITED

<u>Purchaser</u>	<u>Numbers of Shares</u> <u>to be Issued</u>
Barbara Luehring	100,000 common shares
Condor Mining Inc.	1,500,000 common shares
Gulf & Western Holding Company	1,500,000 preference shares 2,000,000 common shares
Watts, Griffis and McOuat Limited	1,200,000 preference shares 940,000 common shares

2.2 CONSOLIDATED IMPERIAL RESOURCES ENERGY LTD.

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF CONSOLIDATED IMPERIAL
RESOURCES ENERGY LTD.

ORDER

(Sections 79(b)(iii) and 79(a)(i))

UPON the application of Consolidated Imperial Resources Energy Ltd. (the "Applicant") to the Ontario Securities Commission (the "Commission") pursuant to section 79 of the Securities Act, R.S.O. 1980, c.466 (the "Act") for an order exempting the Applicant from the requirements of section 77(2) of the Act in connection with the Applicant's financial statements for its financial year ending June 30, 1983 and the requirements of section 76(1)(b) of the Act in connection with the Applicant's interim financial statements for the three month period ending September 30, 1983:

AND UPON reading the application and the recommendation of the staff of the Commission:

AND UPON being advised that:

1. The Applicant is a reporting issuer under the Act;
2. Since the end of its 1982 financial year, the Applicant has consolidated its share capital, issued share warrants and acquired by way of a share exchange take-over bid dated April 29, 1983 (the "Bid") approximately 93% of the issued and outstanding shares of Gold Lake Resources Limited ("Gold Lake"), an oil and gas exploration company whose shares at the time of the Bid were listed and posted for trading on the Alberta Stock Exchange;
3. As a result of the Bid former shareholders of Gold Lake held at June 30, 1983 approximately 73% of the issued and outstanding voting shares of the Applicant;
4. The auditors of the Applicant have treated its acquisition of such shares of Gold Lake as a "reverse take-over" and an audit of the Applicant's restated 1982 annual financial statements would entail considerable time and expense; and
5. Gold Lake was exempted from filing and mailing its interim financial statements for the three month period ending September 30, 1982 by order issued by the Alberta Securities Commission on December 14, 1982;

AND UPON the Commission being of the opinion that to do so would not be prejudicial to the public interest and being otherwise satisfied in the circumstances of this particular case that there is adequate justification for so doing:

IT IS ORDERED pursuant to sections 79(b)(iii) and 79(a)(i), respectively, of the Act that the Applicant may:

(a) include unaudited comparative financial statements for the financial year ending June 30, 1982 with its financial statements for the financial year ending June 30, 1983 filed with the Commission pursuant to section 77(1) of the Act; and

(b) omit comparative interim financial statements for the three month period ending September 30, 1982 from its interim financial statements for the three month period ending September 30, 1983 filed with the Commission pursuant to section 76(1) of the Act.

provided that such annual and interim financial statements of the Applicant otherwise comply with Part XVII of the Act.

November 30, 1983.

"R. J. Kane"

"J. W. Blain"

DECISIONS, ORDERS AND RULINGS

2 3 C-I-L INC.

IN THE MATTER OF THE SECURITIES ACT.
R.S.O. 1980, C.466

AND

IN THE MATTER OF C-I-L INC.

ORDER
(Section 117(2)(a)(ii))

UPON the application received June 29, 1983, and perfected November 29, 1983, of C-I-L INC. (the "Issuer"), a company incorporated under the laws of Canada, to the Ontario Securities Commission (the "Commission") pursuant to section 117(2)(a)(ii) of the Securities Act, R.S.O. 1980, c.466, (the "Act") for an order exempting certain of its insiders from the requirements of sections 102 and 105 of the Act;

AND UPON the Issuer having submitted to the Commission a list of its affiliated companies which it represents as disclosing all its major subsidiaries within the meaning of Commission Policy 10.1; and the Addendum thereto ("Major Subsidiaries") and all its major affiliates ("Major Affiliates");

AND UPON the Commission being satisfied in the circumstances of this particular case there is adequate justification for making this Order, and the conditions herein seeming just and expedient to the Commission;

IT IS ORDERED pursuant to section 117(2)(a)(ii) of the Act that the directors and senior officers of the subsidiaries and affiliates of the Issuer, excepting those hereinafter specified, be and they hereby are exempted from the requirements of sections 102 and 105 of the Act with respect to the Issuer:

AND IT IS FURTHER ORDERED that the exemptions contained in this Order do not apply to those directors and senior officers of subsidiaries and affiliates of the Issuer:

1. who in the ordinary course receive knowledge of material facts or changes with respect to the Issuer prior to general disclosure of such facts or changes;
2. who are or become directors or senior officers of any of the Major Subsidiaries and Major Affiliates;
3. who are or become insiders of the Issuer by reason of subparagraphs 1(1)(17)(i) or (iii) of the Act: or

DECISIONS, ORDERS AND RULINGS

4. whom the Commission has by further order denied the exemptions contained in this Order:

AND IT IS FURTHER ORDERED that the following are conditions of this Order:

1. The Issuer shall maintain a continuous review of the senior officers and directors of its affiliated companies and shall advise the Commission promptly of any of them which become, or cease to be, exempted by this Order:
2. The Issuer shall, upon the request of the Commission or its staff furnish any information reasonably necessary to determine whether a senior officer or director of any affiliate is or is not exempted by this Order.

December 2, 1983.

"John F. Leybourne"

DECISIONS, ORDERS AND RULINGS

2.4 COPPERFIELDS MINING CORPORATION

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, C.466

AND

IN THE MATTER OF COPPERFIELDS MINING CORPORATION

ORDER
(Section 82)

UPON the application received October 27, 1983 and perfected November 16, 1983, of COPPERFIELDS MINING CORPORATION a company continued under the laws of Canada, to the Ontario Securities Commission (the "Commission") for an order pursuant to section 82 of the Securities Act, R.S.O. 1980, c.466 (the "Act");

AND UPON it being represented that COPPERFIELDS MINING CORPORATION now has fewer than fifteen security holders whose latest address as shown on its books is in Ontario;

AND UPON the Commission being satisfied that to grant this order would not be prejudicial to the public interest;

IT IS ORDERED pursuant to section 82 of the Act that COPPERFIELDS MINING CORPORATION be and hereby is deemed to have ceased to be a reporting issuer for the purposes of the Act for so long as it shall have fewer than fifteen security holders whose latest address as shown on its books is in Ontario.

December 1, 1983.

"R. J. Kane"

"J. W. Blain"

DECISIONS. ORDERS AND RULINGS

2.5 BLOCK BROS. INDUSTRIES LTD.

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980. C.466

AND

IN THE MATTER OF BLOCK BROS. INDUSTRIES LTD.

ORDER
(Section 82)

UPON the application received and perfected November 18, 1983, of BLOCK BROS. INDUSTRIES LTD. a company incorporated under the laws of British Columbia to the Ontario Securities Commission (the "Commission") for an order pursuant to section 82 of the Securities Act, R.S.O. 1980, c.466 (the "Act");

AND UPON it being represented that BLOCK BROS. INDUSTRIES LTD. now has fewer than fifteen security holders whose latest address as shown on its books is in Ontario;

AND UPON the Commission being satisfied that to grant this order would not be prejudicial to the public interest;

IT IS ORDERED pursuant to section 82 of the Act that BLOCK BROS. INDUSTRIES LTD. be and hereby is deemed to have ceased to be a reporting issuer for the purposes of the Act for so long as it shall have fewer than fifteen security holders whose latest address as shown on its books is in Ontario.

December 2, 1983.

"R. J. Kane"

"J. W. Blain"

DECISIONS, ORDERS AND RULINGS

2.6 THE TORONTO-DOMINION BANK & MCLEOD YOUNG WEIR LIMITED

IN THE MATTER OF THE SECURITIES ACT.
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF THE TORONTO-DOMINION BANK
AND MCLEOD YOUNG WEIR LIMITED

RULING
(Section 73)

UPON the application of The Toronto-Dominion Bank ("TD") and McLeod Young Weir Limited ("MYW") to the Ontario Securities Commission (the "Commission") pursuant to section 73 of the Securities Act, R.S.O. 1980, c.466 (the "Act") for a ruling exempting TD from the provisions of sections 24 and 52 of the Act:

AND UPON it being represented by TD and MYW that:

1. On Thursday, November 24, 1983 the Board of Directors of TD approved an offering (the "Offering") to TD common shareholders (other than those resident in the United States of America) of record at the close of business on December 5, 1983 of rights to subscribe for additional common shares of TD at a price of \$14.625 (Canadian) per share (the "Subscription Price");
2. A draft circular (the "Circular") dated November 24, 1983 was duly filed with the Commission on November 24, 1983 and with other securities regulatory authorities in Canada on or about November 25, 1983;
3. In connection with the Offering, TD entered into an agreement on November 24, 1983 with certain underwriters led by McLeod Young Weir Limited and Kleinwort, Benson Limited (the "Underwriters") who have agreed to purchase at the Subscription Price up to 6,837,607 (approximately \$100,000,000) of those TD common shares not taken up pursuant to the Offering, which shares may not directly or indirectly be offered, sold or delivered in Canada;
4. A Canadian sponsoring dealer group identified in the Circular has agreed with TD to take up and pay for the residual shares, if any, remaining after the Underwriters have satisfied their underwriting obligation, at a price to be negotiated, such price to be not less than the Subscription Price;
5. Inadvertance accounted for the failure to give such preliminary notice to the Commission as would allow the Commission the time for review provided by paragraph 34(1)14 of the Act;
6. The international character of the Offering made it necessary for TD to enter into the underwriting agreement on November 24, 1983 and to set a record date for the rights falling within the ten days next following the filing of the Circular with the Commission;

DECISIONS, ORDERS AND RULINGS

AND UPON the Commission being advised by The Toronto Stock Exchange that, on the basis of the foregoing circumstances, and if this ruling is granted, trading in the rights or TD common shares will not be disrupted thereby:

AND UPON being satisfied that to make this ruling would not be prejudicial to the public interest:

NOW THEREFORE IT IS RULED, pursuant to section 73 of the Act, that the Offering of the rights to purchase TD common shares together with the issuance of the TD common shares upon the exercise of rights are not subject to section 24 or 52 of the Act and are approved in principle subject to the right of the Director to further review and require amendments to the form of the Circular to be mailed to shareholders in connection with the Offering.

November 25th, 1983.

"Peter J. Dey"

"Keith E. Boast"

CHAPTER 3

REASONS: DECISIONS, ORDERS, RULINGS (NIL)

THERE IS NO MATERIAL FOR THIS CHAPTER

IN THIS ISSUE

CHAPTER 4

CEASE TRADING ORDERS - SECTION 123

4.1 TEMPORARY CEASE TRADING ORDERS

4.1.1 SPRINGLAKE RESOURCES LTD.

SPRINGLAKE RESOURCES LTD.

Temporary cease trading order issued December 2, 1983, for failure to make statutory filings. Statutory hearing December 16, 1983, at 10:00 a.m.

4.1.2 GLEN ROY RESOURCES INC.

4.1.3 GOTHIC MINES & OILS LIMITED

4.1.4 NEW REALM RESOURCES INC.

GLEN ROY RESOURCES INC.
GOTHIC MINES & OILS LIMITED
NEW REALM RESOURCES INC.

Temporary cease trading order issued December 1, 1983, with respect to each company for failure to make statutory filings. Statutory hearings December 15, 1983, at 10:00 a.m.

4.1.5 NUTAAQ R & D INVESTMENTS LIMITED PARTNERSHIP

4.1.6 NUTAAQ SOFTWARE INC.

NUTAAQ R & D INVESTMENTS LIMITED PARTNERSHIP
NUTAAQ SOFTWARE INC.

Temporary cease trading order issued December 6, 1983. with respect to each company for failure to make statutory filings. Statutory hearings December 20, 1983. at 10:00 a m

4.2 CROWN TRUST COMPANY

IN THE MATTER OF THE SECURITIES ACT
R.S.O. 1980, CHAPTER 466

AND

AND IN THE MATTER OF CROWN TRUST COMPANY

TEMPORARY ORDER
(section 123(3))

WHEREAS CROWN TRUST COMPANY ("Crown Trust"), a reporting issuer, has not filed with the Ontario Securities Commission (the "Commission") or sent to security holders interim or annual financial statements required to be filed and sent during 1983 as required by the Securities Act, R.S.O. 1980, c. 466 (the "Act");

AND WHEREAS The Toronto Stock Exchange (the "Exchange") halted trading in the common shares, 8-3/4% Preference Shares, Series A and 14-1/2% Preference Shares, Series B of Crown Trust on January 10, 1983 (the 8-3/4% Preference Shares, Series A and 14-1/2% Preference Shares, Series B may herein be collectively referred to as the "Preference Shares");

AND WHEREAS the Exchange proposes to remove the trading halt and delist the common shares for failure to meet public distribution requirements for continued listing;

AND WHEREAS the Exchange proposes to remove the trading halt and suspend trading in the Preference Shares in order to permit members of the Exchange to act as principals or agents in trades where the vendor would make the disposition solely for the purpose of establishing a tax loss;

AND WHEREAS the Commission is of the opinion that in light of the lack of public disclosure regarding the financial condition of Crown Trust, unrestricted trading in the Common Shares and Preference Shares should not be permitted;

AND WHEREAS OSC Policy Statement 2.9 provides that the Commission is prepared to vary outstanding cease trading orders to permit dispositions for the purpose of establishing a tax loss where the purchaser is aware of the cease trade order, and states that where the disposition is by way of gift the Commission is of the view that it is not a "trade" within the meaning of section 1(1)42 of the Act even though it may be viewed as a "disposition" for the purposes of the Income Tax Act (Canada);

AND WHEREAS the Commission has been advised that Crown Trust does not object to the making of this Order;

AND UPON the Commission being of the opinion that it is in the public interest to make this Order;

AND UPON the Commission also being of the opinion that the length of time required for a hearing could be prejudicial to the public interest;

IT IS ORDERED pursuant to subsection 123(3) of the Act that all trading in the common shares, 8-3/4% Preference Shares, Series A and 14-1/2% Preference Shares, Series B of Crown Trust Company shall cease for a period of 15 days

from the date hereof, provided that this Order shall not apply to a trade of Preference Shares where the vendor makes the trade solely for the purpose of establishing a tax loss, and the purchaser, or a registrant acting as agent for the purchaser in the trade, receives verbal notice of the existence of this Order prior to any trade in Preference Shares and receives written notice of the existence of this Order prior to making payment for the purchase of Preference Shares.

December 5th, 1983.

"Peter J. Dey"

"Keith E. Boast"

4.3 RESCINDING ORDERS

4.3.1 LABARRE EXPLORATIONS LIMITED

LABARRE EXPLORATIONS LIMITED

The cease trading order dated November 1, 1978, and continued November 15, 1978, is/was rescinded December 5, 1983, the company being now up to date with its filings.

4.3.2 UNIVERSAL FUELS COMPANY

UNIVERSAL FUELS COMPANY

The cease trading order dated November 9, 1983, and continued November 23, 1983, is/was rescinded December 5, 1983, the company being now up to date with its filings.

4.4 EXTENDING CEASE TRADING ORDERS

4.4.1 TRINITY MINES INC.

TRINITY MINES INC.

The cease trading order dated November 16, 1983, is/was continued December 2, 1983, pending the company complying with Part XVII of the Securities Act.

4.5 NELMA INFORMATION INC.

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF NELMA INFORMATION INC.

REVOKING ORDER
(Section 140)

UPON the Ontario Securities Commission (the "Commission"), at the request of NELMA INFORMATION INC. (the "Company"), having made an Order pursuant to section 123 of the Securities Act, R.S.O. 1980, c.466 (the "Act") dated November 4, 1983, that all trading in the securities of the Company shall cease for a period of fifteen days from the date thereof:

AND UPON the Company having consented to the extension of the Temporary Order on November 21, 1983, until such time as the Company issued and filed with the Commission a press release satisfactory to the Commission:

AND UPON the Company having now released information satisfactory to the Commission:

IT IS ORDERED pursuant to the provisions of section 140 of the Act that the Orders dated November 4 and 21, 1983 be and are hereby revoked.

December 2, 1983.

"Peter J. Dey"

"Keith E. Boast"

4.6 R.F. OIL INDUSTRIES LTD.

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF R.F. OIL INDUSTRIES LTD.

EXTENDING ORDER
(Section 123)

UPON having issued a Temporary Order dated November 21, 1983 that all trading in securities of R.F. OIL INDUSTRIES LTD. ("R.F. OIL") should cease forthwith for a period of fifteen days pursuant to subsection 123(3) of the Securities Act, R.S.O. 1980, c.466 (the "Act");

AND UPON advising R.F. OIL by Notice of Hearing dated November 28, 1983 that a hearing would be convened on December 2, 1983 to determine whether the Temporary Order should be extended because satisfactory information had not been provided to the Ontario Securities Commission;

AND UPON reading the consent of R.F. OIL to the extension of the Temporary Order and adjournment of the hearing:

IT IS ORDERED pursuant to section 123 of the Act that the hearing be adjourned sine die to be brought forward on not less than ten days notice and the Temporary Order is hereby extended and remains in full force and effect.

December 2, 1983.

"Peter J. Dey"

"R. J. Kane"

"J. W. Blain"

4.7 JUPITER RESOURCE EXPLORATIONS LIMITED

IN THE MATTER OF THE SECURITIES ACT.
R.S.O. 1980. CHAPTER 466

AND

IN THE MATTER OF JUPITER RESOURCE EXPLORATIONS LIMITED

ORDER
(Section 123)

UPON having issued a Temporary Order dated November 18, 1983 pursuant to section 123(3) of the Securities Act, R.S.O. 1980, c.466 (the "Act") that all trading in securities of JUPITER RESOURCE EXPLORATIONS LIMITED ("JUPITER") should cease for a period of fifteen days:

AND UPON advising JUPITER by Notice of Hearing dated November 28, 1983 that a hearing would be convened on December 2, 1983 to consider whether the said Temporary Order should be extended in the public interest:

AND UPON the matter coming on for a hearing on December 2, 1983 and concluding on December 5, 1983:

AND UPON hearing the evidence adduced in this matter, submissions of counsel for JUPITER and Commission staff, and submissions of counsel for several brokerage firms and Oriental Commodities, S.A.:

IT IS ORDERED pursuant to section 123 of the Act that the said Temporary Order be and is hereby extended for the reasons given orally at the conclusion of the hearing, a transcript of which is attached hereto.

December 5th, 1983.

"Peter J. Dey"

"R. J. Kane"

"J. W. Blain"

JUPITER RESOURCE EXPLORATIONS LIMITED

APPEARANCES:

ONTARIO SECURITIES COMMISSION

THE PANEL:

Dey, P.J. (Q.C.), Chairman
Blain, J.W. (Q.C.), Commissioner
Kane, R.J. (Esq.), Commissioner

COUNSEL:

Bigham, D.V. (Esq.)

COUNSEL FOR JUPITER:

McBurney, E.C. (Esq.)

COUNSEL FOR ORION

Thornley-Hall, I. (Esq.)

COUNSEL FOR OSLER, WILLS, BICKLE

Knights, W. (Esq.)

COUNSEL FOR THOMSON, KERNAGHAN

Olasker, P.L. (Ms.)

MR. CHAIRMAN: The objective that the Commission seeks to achieve through its action is an informed marketplace. Based on the evidence that has been tabled before the Commission we do not think, at the present time, there is an informed marketplace.

We're going to continue the cease trade order. And it will be conditioned upon there being an informed marketplace.

Now, to achieve this objective the Commission is not going to require Jupiter to go into the prospectus mode. A prospectus would simply be a shelf document that would not have to be delivered to any shareholders. Therefore, there would not be any statutory civil liabilities arising out of the delivery of a prospectus as there would be on a distribution.

Instead we're going to condition the lifting of the cease trade order upon filing with the Commission under section 74 of a press release. And I remind the parties that any material filed with the Commission is subject to section 118 and if there are any inaccuracies in the press release then the Commission is at liberty to take action against the principals responsible for that press release under section 118.

The press release will have to be accompanied by unaudited financial statements for Jupiter prepared as of a current date, appended to which there will have to be auditor's comments. We think it is imperative in view of the confused status of the relationship between Jupiter and Orion that an independent review of the financial statements of Jupiter be conducted and this would be achieved through auditor's comments.

In addition the press release must be satisfactory to the Commission staff. And in preparing this press release I commend to Counsel a review of our prospectus form to ascertain the standards for the information that must be included in the press release. If the parties cannot settle on a press release then I will be available to arbitrate differences.

I think the parties have to first decide what their deal is going to be. We've heard suggestions for private placement, for cancellation of various transactions. The principals have to decide what the deal is. Once that is decided then work should commence forthwith. And we impress upon the parties the urgency of working with haste and diligence to prepare an informative and complete release as to the status of the affairs of Jupiter.

As an aside, the parties should know that when the Commission lifted the cease trade order on November 14 against the non insiders, the Commission felt that it did not have before it all of the evidence that was available at that time. And had it had all that information before it a different result could well have ensued after the November 14 hearing.

To address the issue raised by Ms. Olasker on behalf of Thomson, Kernaghan, the Commission interprets its cease trading power as to not prevent the clearance of outstanding positions when the order is imposed. We understand that this is industry practice and we think that if we took a different position that identifying open positions and reversing these positions could be quite chaotic and have a negative impact upon the marketplace.

A final observation, and that is obviously the action that the Commission is taking today does not preclude any other action that the Commission may choose to take against any of the parties or participants in this transaction in another forum.

Commissioner Kane observes that it's not auditor's comments it's accountant's comments.

I should also address Mr. McBurney's position on the jurisdictional question. The Commission is of the view that it is not forced into a 140 mode even though a cease trade or a partial cease trade order is outstanding. Otherwise, in circumstances where a temporary order must be imposed without notice the Commission would be forced to give notice and that could have very negative consequences for the marketplace.

MR. McBURNEY: Mr. Chairman, for the purpose of the record, you indicated that the Commission does not have - at the time of the first hearing the Commission did not have the information - all of the information before it. May I make it clear that the Commission staff had all of the information before it but the Commissioners were not presented with all that information. - with that information. I think that came out clearly from the cross-examination of Mr. Mitchell, that there was no new information which came to light between the time of the lifting of the cease trading order and the final - and the imposition of the second cease trading order.

MR. CHAIRMAN: Just an observation. I personally was not present on the first panel. Commissioners Kane and Blain were present and the observation that I am simply making is that they did not feel that they had all of the information before them. They're not making any comment on the status of the information that was available to the staff or to Counsel for Jupiter or for Orion.

MR. McBURNEY: Thank you.

MR. CHAIRMAN: That concludes this proceeding.

WHEREUPON the hearing ended.

THIS is to certify
that the foregoing
is a true and
accurate transcript
of my recordings to
the best of my
ability and skill.

M. O'DOWD - COURT
REPORTER

CHAPTER 5

POLICIES

5.1 AMENDMENTS TO THE NATIONAL POLICIES

5.1 The Canadian Securities Administrators have approved the following amendments to the National Policies:

5.2 National Policy No. 2-A, Guide For Engineers, Geologists And Prospectors Submitting Reports On Mining Properties To Canadian Provincial Securities Administrators is amended with the addition of the following under Contents of Reports:

(d) (iii) possible or inferred reserves must not be added to other categories of reserves and their inclusion is not acceptable in any economic analysis or feasibility study of a project.

5.3 National Policy No. 15 (Revised), Conditions Precedent To Acceptance Of Scholarship Or Educational Plan Prospectuses, item (4)(g) is amended as follows:

(g) limited in amount, in respect of any one mortgage, to \$75,000 for funds having less than \$5,000,000 in net assets; and to the lesser of \$500,000 or 2.5 percent of its net assets where they exceed \$5,000,000 but are less than \$50,000,000; and to the amount not exceeding 1.0 percent of its net assets for funds having \$50,000,000 or more in net assets, and for the purpose of this paragraph, a series of mortgages on one condominium development shall be considered as one mortgage;

5.4 National Policy No. 31, Change of Auditor or a Reporting Issuer is amended as follows:

In paragraph 1 "distribute and publish" is replaced by

send to each holder of its voting securities

In paragraph 5 "to be distributed and published by the reporting issuer" (in both instances) is replaced by

referred to in paragraph 1

5.2 POLICY - REPLACEMENT 5.1 PROSPECTUSES - GENERAL GUIDE

THIS PAGE REPLACES PAGE 427E IN THE BULLETIN OF 24/DECEMBER/82/VOLUME 4

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17. Sale by a Constrained Share Corporation
of Shares held by Non-Canadians

Where there is an offering by an issuer and there are constraints imposed on the ownership of the securities of the issuer to ensure that the Corporation has a required level of Canadian ownership, a prospectus in respect of the offering must describe the mechanism, if any, by which the level of Canadian ownership of the shares of the issuer will be monitored and maintained. Two examples of this type of issuer are those attempting to maintain a Canadian Ownership Rate under the National Energy Program or certain securities dealers the securities of which have been distributed to the public.

18. Offerings In Which Trust Companies Are Involved

Where a trust company registered under the Loan and Trust Corporations Act or any affiliate of such trust company is:

- (a) the promoter of an issuer whose securities are qualified by a prospectus, or
- (b) the manager of, or, the portfolio manager of the portfolio of a mutual fund or a closed-end investment corporation or trust whose securities are qualified by a prospectus

the issuer's prospectus shall have the following statement in bold face type on the face page:

"(Insert description of security - e.g. Units of the Fund) are not "deposits" within the meaning of the Canada Deposit Insurance Corporation Act (Canada) and are not insured under the provisions of that Act or any other legislation."

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5.2 JUNIOR NATURAL RESOURCE COMPANIES

1. The rules governing the financing of junior natural resource exploration and development companies are currently being reviewed by several groups. The Toronto Stock Exchange (the "TSE") is currently developing policies to implement its Proposal to Foster Capital Formation for Junior Resource and Industrial Enterprises. Upon publication of rules to implement the TSE Proposal, the Ontario Securities Commission intends to consider what policies are required in respect of the financing of junior natural resource companies.

2. Until the Commission has finalized such policies, the Director and the Deputy Director, Corporate Finance of the Commission will use their discretion in dealing with prospectus filings by junior natural resource companies and requests for consent to the transfer or release of escrowed shares and accordingly will not be bound by former policies of the Commission. However, the Director and Deputy Director have indicated that they will use former Policy Statements 3-02 and 3-03 as guidelines for the exercise of their discretion under the Act.

CHAPTER 6
REQUESTS FOR COMMENTS (NIL)

THERE IS NO MATERIAL FOR THIS CHAPTER
IN THIS ISSUE

CHAPTER 7
INSIDER TRADING REPORTS

EXPLANATORY NOTES

Information contained in this section has been summarized from insider reports filed with the Commission.

The name of the issuer is followed by a brief description of the class of security, the name of the person or company reporting and his or its relationship to the issuer. If a person has an indirect interest in the securities reported, e.g., through holding companies, affiliate companies, partnerships, trusts or other entities, this is shown. Symbols are used in the column "Transaction and Ownership Symbol" to indicate the nature of ownership i.e., direct or indirect. Similarly, the character of transactions is indicated provided the transactions are other than a purchase or sale. (See guide to symbols below):

GUIDE TO SYMBOLS

RELATIONSHIP	(appearing after the name reported)
"B"	- Beneficial Owner (direct or indirect) of equity shares of a reporting issuer carrying more than 10% of the voting rights attached to all equity shares of the reporting issuer outstanding.
"D"	- Director of principal reporting issuer.
"DI"	- Director of an issuer or a reporting issuer which is an insider or subsidiary of the principal reporting issuer.
"K"	- Exercises control or direction (direct or indirect) of equity shares of a reporting issuer carrying more than 10% of the voting rights attached to all equity shares of the reporting issuer.
"S"	- Senior Officer of principal reporting issuer.
"SI"	- Senior Officer of an issuer or a reporting issuer which is an insider or subsidiary of the principal reporting issuer.

NATURE OF OWNERSHIP

- No Symbol - Securities are beneficially owned directly.
- Symbol #1 - The reporting person or company beneficially owns and/or has control or direction over securities which are held by a company, associate, partnership, trust or other entity.

CHARACTER OF TRANSACTION

- | | | | |
|------------|----------------------------|-----|------------------------------|
| No Symbol- | purchase or sale | "M" | - internal |
| "A" | - bequest or inheritance | "Q" | - qualifying shares |
| "C" | - compensation | "R" | - redeemed (called, matured) |
| "E" | - exchange or conversion | "T" | - stock dividend |
| "F" | - exercise of rights, etc. | "V" | - stock split |
| "G" | - gift | "X" | - exercise of option |
| "IR" | - initial report | "Z" | - distribution |

*Returned for reconciliation purposes.

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR		SOLD OR		MONTH-END
						ACQUIRED	2000	DISPOSED	HOLDINGS	
ACF MANAGEMENT LIMITED	A. G. F. Management Limited *	Class B non-Voting Preference		Nov/83						
AMCA INTERNATIONAL LIMITED	Moore, John H. Trust	Common	DI	-- Nov/83	1			2000	---	
ALGOMA STEEL CORPORATION LIMITED THE	Clough, John P.	Common	SI	Dec/83	T	2		400	---	
ALTEX RESOURCES LTD	Pratte, Claude									
	Hurlock, James B. Beneficial	Common	D	Nov/83 --	1	3000				5255 2509
AMERICAN CHROMIUM LIMITED	Frizzell, Lloyd	Class A	D	Nov/83		145200				277700
	Vallandigham, David	Class B		Nov/83				145200		54450
		Class A	D	Nov/83		160000				264800
		Class B		Nov/83				150000		103900
AMERICAN EXPRESS COMPANY	Duncan, Jr. Charles W. Duncan Investors Ltd.	Common	D	Nov/83 --	1	2000				14000 3000
AMERICAN LEDUC PETROLEUMS LIMITED	Dawson, Patrick F. Amended Wife	Common	DS	Oct/83				250000		590983
ANDRES WINES LTD	Norwood, C.	Class A	D	Nov/83		250000				250000
ATCO LTD	Wood, Desmond P.	Class B		Nov/83				500		2600
		Class I	S	Nov/83				1000		400
ATLANTIC RICHFIELD COMPANY	Benson, Jr. Edward M.	Common	S	Oct/83	X	7160		100		698
	Bond, Hiram E. Capital Accumulation Plan Thrift Plan		S	-- Jun/83 --	1 1	22				13692 4238 22 749
	Cook, Lodwick M. Capital Accumulation Plan		DS	-- Jun/83						
	Cooper, E. Camron		S	--		36				36

REPORTING ISSUER ATLANTIC RICHFIELD COMPANY (Continued)	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR		SOLD OR		MONTH-END HOLDINGS
						ACQUIRED	DISPOSED	ACQUIRED	DISPOSED	
Cooper, E. Camron Capital Accumulation Plan Thrift Plan	S	Common	S	Jun/83	1	16		16		16
				--	1					36
Fischbach, William M. Thrift Plan Capital Accumulation Plan	S	Common	S	Jun/83	1	114		114		600
				--	1					944
Goldsmith, Claude O. Capital Accumulation Plan Thrift Plan	S	Common	S	Jun/83	1	15		15		15
				--	1					2780
Henriksen, Donald A. Capital Accumulation Plan Thrift Plan	S	Common	S	Jun/83	1	23		23		23
				--	1					44
McCormack, Francis X. Capital Accumulation Plan Thrift Plan	S	Common	S	Jun/83	1	19		19		19
				--	1					3121
McNair, Douglas G. Capital Accumulation Plan Thrift Plan Cambridge Trust	S	Common	S	Jun/83	T 1	30		30		30
				--	1					2046
Middleton, James A. Capital Accumulation Plan Thrift Plan	S	Common	S	Jun/83	T 1	18		18		18
				--	1					2397
										6528
Norgaard, Paul B. Capital Accumulation Plan Thrift Plan	S	Common	S	Jun/83	1	22		22		600
				--	1					22
										1050
Okelmann, Howard H. Thrift Plan Capital Accumulation Plan Savings Plan	S	Common	S	Jun/83	1	163		163		20
				--	1					229
										3133
Read, William M.	S	Common	S	Jun/83	1	197		197		120
				--	1					2498

REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
ATLANTIC RICHFIELD COMPANY (Continued)	Read, William M. Capital Accumulation Plan	Common	S	Jun/83	1	26		26
	Smith, Dwayne H. Capital Accumulation Plan		S	--				1200
				Jun/83	1	5		17
AUDAX GAS & OIL LTD.	J.S.E. Entreprises Ltd. W.H.A. Clow	Common		--	1	12000		52000
BGR PRECIOUS METALS INC.	Beutel, Austin C. Oakwest Corporation Limited	Class A	D	--				
	Beutel, Austin C.	Series 1 Class A warrants	D	--	IR1			10000
	Oakwest Corporation Limited			--	IR1			10000
BANK OF MONTREAL MORTGAGE CORPORATION	Wilson, John C.	Securities	SI	--	IR			---
BANK OF MONTREAL REALTY FINANCE LTD.	Wilson, John C.	Securities	SI	--	IR			---
BEARCAT EXPLORATIONS LTD.	Rathwell, John H.W.	Common	DS	Nov/83		24166		27166
BELL CANADA ENTERPRISES INC.	Cottier, Roy T. Spouse	Preferred	SI	--	1		300	---
	Duhamel, Claude	Common	SI	1983 Nov/83		22 95		1343
	Pillman, Edward J.		SI	--	IR			1
	St-Onge, Claude RRSP		SI	Nov/83	T	63		347 894
BITECH ENERGY RESOURCES LIMITED	Harris, Karl J.C. RSP	Common	D	--	IR			2000
				--	IR1			3000
BONANZA RED LAKE EXPLORATIONS INC.	Sumtra Diversified Inc.	Common	B	Dec/83		100000		400000
BRAMALEA LIMITED	Boltman, Myron L.	Common	S	Nov/83			300	1304

REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR		SOLD OR		MONTH-END HOLDINGS
						ACQUIRED	DISPOSED	ACQUIRED	DISPOSED	
BRAMALEA LIMITED (Continued)	Boltman, Myron L. Share Purchase Plans	Common	S	--	1					16347
				S Nov/83 Nov/83	M M 1	500			500	833 23834
BRASCAN LIMITED	Cockwell, Jack L.	Class A Ordinary	D	Nov/83		15000				85000
				S Nov/83		20000				125000
BREAKWATER RESOURCES LTD.	Peter, Dieter Merfin Management Ltd.	Common	DB	--						---
				Aug/83 Sept/83 Oct/83 Nov/83	1 1 1 1	500		7000 11800 2000		1024152
BRITISH COLUMBIA FOREST PRODUCTS LIMITED	Dembicki, Harry	Common	S	Nov/83	T	150				12150
				D Nov/83	T	50				4050
	Dickey, Jr. Charles D. harris, James C.		D	Nov/83	T	5				405
				S -- Nov/83	T 1	12				1012
	Hoole, Michael E. RRSP		S	Nov/83	T	14				1214
				D Nov/83	T	200 4				404
	McFarlane, Gordon F. Radecki, Anthony E.		DISI	Jan/83 Nov/83	T	12				212 1048
				Nov/83	T	800				810
	Reid, Donald J.W. Share Plan		SI	--	1					14800
				Nov/83	T	10				
BRITISH COLUMBIA RESOURCES INVESTMENT CORPORATION	Zigmund, Harold F. Howe, Bruce I.	Common	DISI	Nov/83	T	1200				
				DS Nov/83						
CAE INDUSTRIES LTD.	Frost, Jr. Charles E. Direction Control	Common	SI	-- Oct/83 Nov/83	1 1	500 150				500 150
				D Sept/83	T	482				133046
	Stikeman, Harry H.									

REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
CAE INDUSTRIES LTD. (Continued)	Stikeman, Harry H. Quinsprack Ltd. Victor Delta Holdings Daughter	Common	D	Oct/83 -- --	1 1 1	1500		1500 330386 400
CADILLAC FAIRVIEW CORPORATION LIMITED THE	Sheff, Gerald	Warrants	DS	Nov/83		100000		100000
CAMCO INC.	Bardord, Ralph M. Valford Holdings Limited GSW Inc.	Common	DSB	--				5000 3400000
	Gardiner, Michael R. Indirect Holdings		DI	-- --	IR1 IR1			2000
CAMPBELL RESOURCES INC.	Boucher, Michel	Pref. Series 1	SI	Nov/83		1000		1167
CANADIAN FOUNDATION COMPANY LTD	Opler, Paul G.	Common	DS	--				
	Overseas Developments (Canada) Ltd.			Nov/83	1		71977	48073
CANADIAN IMPERIAL BANK OF COMMERCE	Spence, William F.	Common	S	Oct/83	T	18		123
CANADIAN TIRE CORPORATION LIMITED	Billes, Alfred W. 839 Yonge Holdings Limited and 839 Yonge Investments Limited	Common	DB	--				
	Billes, David G. Dalkab Limited 567882 Ontario Limited	Class A	DB	-- Nov/83 Nov/83	1 1 1	338424	167296	700384 7223 167296
	Billes, David G. 565949 Ontario Limited Dalkab Limited 567882 Ontario Limited	Common	DB	-- Nov/83 Nov/83 Nov/83	1 1 1 1	355338	111053	3080 355338 230912 111053
	Gardiner-Billes, Martha Albikin Management Inc.		DB	Nov/83 --	1	356238		356238 344145
CANADIAN UTILITIES LIMITED	Murray, Donald M.	Class A	S	Nov/83			47	500
		Class B		Nov/83			47	300
CANADIAN WORLDWIDE ENERGY LIMITED	Brink, Antonie V.	Common	D	Nov/83		3000		3000

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
CANADIAN PACIFIC ENTERPRISES LIMITED	Anderson, John C.	Common	SI	Jan/83	T	10		
	Thomson, John		SI	--	IR			1647
CANAMAX RESOURCES INC	Lauzier, Germain	Common	S	Nov/83			500	---
CANBRA FOODS LTD.	Burns Foods Limited	Common	B	Oct/83 Nov/83		2400 5300		1907304
CARLYLE ENERGY LTD.	Hoffmann, Christopher S.L	Class A	S	--	IR			25000
	Taylor, John D.	Common	D	Nov/83		2500		2500
	Venour, Eric R.		S	Nov/83			7500	5232
CENTRAL FUND OF CANADA LIMITED	McAvity, Ian M. T.	Class A	D	--				1000
	Deliberations Research Inc. RRSP			Oct/83 --	1 1	2000		10000 1000
CINEPLEX CORPORATION	Raymond, James D.	Common	D	--	IR			55500
CLAVOS PORCUPINE MINES LIMITED	Picard, Irving, R. Indirect Holdings	Common	D	-- Nov/83	1	8000		415400 78000
CLEVO RESOURCES INC	Clement, Cleo * Indirect Holding	Common	DSB	Nov/83 --	1		15000	110001 5000
COHO RESOURCES LIMITED	Goodenough, David P.	Class A	S	Nov/83		200		1000
COLOR YOUR WORLD, INC.	Kernwood Limited	Common	B	Nov/83		2100		455700
COMSTATE RESOURCES LTD	Jonsson, Carl R.	Common	D	-- Jun/83	IR		2500	19400 16900
		Warrants		--	IR			19400
COMTECH GROUP INTERNATIONAL LIMITED	Houston, James E. Children	Common	D	Nov/83 --			3900	350100 2000
BYTEC-COMTERM INC.	Tuddenham, Ross	Common	D	--	IR			2539

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
BYTEC-COMTERM INC COMMON	Tuddenham, Ross N T W Management Group Limited	Common	D	--	IR1			18857
CONSUMERS DISTRIBUTING COMPANY LIMITED	Robertson, Reginald J.	Class A	S	Nov/83			100	
				Nov/83			900	4666
CONSUMERS' GAS COMPANY LTD., THE	Langston, John F.	Common	DI	Nov/83	F	400		800
CORRIDA OILS LTD.	Shepardson, John W.	Common	S	Nov/83 Nov/83		2091	890	6544
	Field, Kenneth E.	9% Debenture	DDI	Nov/83		\$500000		\$500000
	RRSP	Common		Nov/83 --	1	2400		2400 1000
	Lusk, Kenneth R.	9% Debenture	SI	Nov/83		\$25000		\$25000
	Control	Common	--	Nov/83	1	4200		5000
	Payton, Thomas W.	7% Preferred Series A	SI	--			100	---
	RRSP			Nov/83	1			
	Payton, Thomas W.	9% Debenture	SI	Nov/83		\$20000		\$20000
	Swirsky, Benjamin		DDISI	Nov/83		\$500000		\$500000
	Control	Common	--	Nov/83	1	200		200 200
CROWN ZELLERBACH CANADA LIMITED	Fletcher Challenge Limited Amended Indirect Holdings	Ordinary	B	--				
				Jul/83	1	55308		8124133
CLIMAXION LAKE GOLD MINES LTD.	Campbell Resources Inc. Amended Camchib Mines Inc.	Pfd Series A	B	--			75000	650000
DYNEX PETROLEUM LTD	Weir, Robert D. Share Purchase Plan	Common	S	-- Nov/83	1		60000	---
DART & KRAFT INC	Schuldt, Robert R.	Securities	S	--	IR			---

REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
DENISON MINES LIMITED	Roman Corporation Limited	Common	B	Nov/83		1098901		7418297
	Roman, Frederick G.		DIS	--	IR			2500
DOME PETROLEUM LIMITED	Livingstone, James G.	Common	D	--	IR			2000
DORE EXPLORATIONS INC	Townsend, Jr. Thatcher L.	Common	D	--	IR			80000
		warrants		--	IR			40000
DOVER INDUSTRIES LTD.	Pinchin, William H. Amended	Common	D	Apr/82		400		
				Jun/83	V	1000		2000
DOW CHEMICAL COMPANY. THE	Williams, G. J. Wife Savings Plan	Common	D	Nov/83	G		100	41567
				--				3995
				--				4708
DRUG TRADING COMPANY LIMITED	Dyson, Al	Demand Note	D	--		\$30000		\$30000
				Aug/83				
		Term Note		--		\$50000		\$50000
				Jun 83				
EMBASSY RESOURCES LTD.	Hempseed, Ian	Demand Note	S	--	IR			\$50000
	Gieck, Larry E. Wife	Common	S	Nov/83	M		86667	---
				Nov/83	M	86667	5000	81667
				Nov/83				
FMG TELECOMPUTER LTD	Bradley, John D.	Common	DS	Nov/83		2000	2000	---
				Nov/83				
FARADAY RESOURCES INC	Conwest Exploration Company Limited	Common	B	Nov/83		11000		1630470
FISCAL INVESTMENTS LIMITED	Crossett, Paul E. RRSP Other Indirect	Common	B	Nov/83		50		8230
				--				1000
				--				140
FLINT ROCK MINES LIMITED	Lewis, Alfred J.	Common		Nov/83		5000		9388
FORD MOTOR COMPANY	Williams, Edson P.	Common	S	Nov/83	F	4080		4080
FRANCO-NEVADA MINING CORPORATION LIMITED	Schulich, Seymour	Common	DSDI	--				300000

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR		MONTH-END HOLDINGS
						ACQUIRED	SOLD OR DISPOSED	
FRANCO-NEVADA MINING CORPORATION LIMITED (Continued)	Schulich, Seymour RRSP	Common	DSDI	Nov/83	1	50000		200000
GEAC COMPUTER CORPORATION LIMITED	Doyle, Denzil J. 485189 Ontario Ltd.	Common	D	--				600
GENERAL AMERICAN PROPERTIES INC	Abramson, Herbert Technifund Inc.	Class A Special	DSB	--	1	449229		470405
	Abramson, Herbert Technifund Inc.	Class C Special	DSB	--	1	166156		166156
	Smith, Bruce	Class A Special	DSB	--		4400		78200 124900
GENERAL MOTORS CORPORATION	Hackworth, Donald E. Savings Stock Purchase Program	Common	S	Nov/83			219	1889
	Walters, Jr. James F. Savings Stock Purchase Program			--	1			274
GENSTAR CORPORATION	Hartos, John F. Stock Purchase Plan	Common	DI	Nov/83	X	2103	1250	3408
	MacNaughton, Angus A.	Series C \$2.35 2nd Pfd.	DS	Oct/83	1	600		2549
	Michals, George F.	Second Pref. Series SP-83	S	Sept/83	A	237		1100
GETTY OIL COMPANY	Tisch, Laurence A.	Securities	D	Oct/83		4500		237
GODERICH ELEVATORS LIMITED	Goderich Elevators Limited	Common		--	IR			4500
	Cooper, Murray	Common	D	--	R		5834	---
GOLDEN TRANSIT RESOURCES INC.	Golla, James I.	Common	DS	--	IR			1
	Jenkins, Donald W.H.		D	--	IR			1
	Paterson, William D.		DS	--	IR			1

REPORTING ISSUER GOLDEN TRANSIT RESOURCES INC. (Continued)	INSIDER Whalley, A. Grant	SECURITY Common	REL.'N D	TRANS DATE	TYPE IR	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
GOLDQUEST EXPLORATION INC.	Munro, Peter L.	Common	S	Nov/83			5000	15000
	Zeraldo, Daniel N.		SI	Nov/83			4500	1000
GUARDIAN-MORTON SHULMAN PRECIOUS METALS INC.	Shulman, Morton *	Class A	DS	Nov/83		5000		5000
	562807 Ontario Ltd.			--	1			8800
	Shulman, Morton *	Warrants	DS	Nov/83		5000		5800
GUARDIAN TRUSTCO INC	Croels, Alain F.	Common	DI	Oct/83		800		1800
GULF OIL CORPORATION	Luton, Jesse P.	Common	S	Oct/83	X	527		2180
	Murphy, Jr. Samuel W.	Securities	S	--	IR			---
HALEY INDUSTRIES LIMITED	Barr, Brian W. Brian Barr Holdings Limited	Common	D DISI	--			100	257900
HARDEE FARMS INTERNATIONAL LTD.	McLaughlin, Everett R.S.	Common	D	Nov/83	1		5000	21000
HUDSON BAY MINES LIMITED, THE	Hutchinson, Rowan T.	Common	D	Nov/83 Nov/83		2000	2000	93911
		Warrants		Nov/83			1000	---
	MacNaughtan, Ian A.	Common	S	--	IR			10000
		Warrants		--	IR			2500
	McKelvie, Donald *	Common		Nov/83 Nov/83		2000	10000	76725
HURONIA TRUST COMPANY	Crawford, Don J.	Common	DS	Oct/83	X	5000		10000
	Doner, Warren H.		DS	Oct/83	X	5000		10000
	Francoz, Joseph H.		DS	Oct/83	X	5000		10000
	Graham, James L.		DS	Oct/83	X	2000		4000
	Rynard, John P.		DS	Oct/83	X	5000		14025
IU INTERNATIONAL CORPORATION	Calman, Robert F.	Common	DS	Nov/83	X	68260		100000

REPORTING ISSUER
IU INTERNATIONAL CORPORATION
(Continued)

INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
Calman, Robert F. Stock Ownership Plan Other Indirect	Common	DS	-- --	1 1			1184 1050
Chadwick, H. Beatty Stock Ownership Plan		S	Nov/83 --	X 1	5120		5220 496
Lang, Jr. Victor J. Stock Ownership Plan		SI	Nov/83 --	X 1	14726		15425 974
Remillard, Laurent J.		S	Nov/83	X	3744		13744
Robinson, Magnus E. Custodian		S	Nov/83 Nov/83	X Z 1	17366	265	22063 ---
Bell, Malcolm C.	Common	S	--	IR			100
Manning, James F.	Capital	S	Nov/83			758	3389
Desmarais, Paul Power Corp. of Canada Ltd. Shawinigan Industries Ltd. Trans-Canada Corp. Fund Ltd.	Class A	B	-- Nov/83 -- -- --	 1 1 1	3102		763359 2249308 2775208
Desmarais, Paul Power Corp. of Canada Ltd. Shawinigan Industries Ltd. Trans-Canada Corp. Fund Ltd.	Common	B	-- Nov/83 -- --	 1 1 1	63		175358 4335566 2292656
Carroll, Paul A.	Common	DI	--	IR			1440
Austin, David E. *	Common	DS	Nov/83			300000	700000
Ellis, Peter C. *		D	Nov/83			250000	100000
Handley, Gary *		D	Nov/83			950000	200000
Kay Exploration Ltd.	Common	B	--	IR			500000
Boutin, Dominique	Common	S	Oct/83		3525		51415

INVERNESS PETROLEUM LTD.
JUPITER RESOURCE
EXPLORATIONS LIMITED

K. T. RESOURCES (1981)
LIMITED

LA VERENDRYE MANAGEMENT
CORPORATION

REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
LA VERENDRYE MANAGEMENT CORPORATION (Continued)	Boutin, Dominique Trust	Common	S	--	1			11920
	Other Indirect			--	1			10806
	Societe d'investissement Desjardins		B	Oct/83		82750		593852
LAC MINERALS LTD	Vanasse, Leo		S	Nov/83		775		5279
	Doucet, Roger J.P.	Common	S	Jul/83 Oct/83			200 1300	---
	Investment Club			--	1			175
	Other Indirect			--	1			2152
	Gilders, Cyril J. Cangild Resources Ltd.		D	-- Nov/83	1	1000		3000 1000
	Rodrigues, Hazel L.		S	Nov/83			500	1500
LAIDLAW TRANSPORTATION LIMITED	Needler, Laurence J. Fairway Heights Investments Ltd.	Class A	DISI D	--		73600		843360
	Needler, Laurence J. Fairway Heights Investments Ltd.	First Pref. E	DISI D	--				
				Nov/83	1		125000	279803
LAKE ONTARIO CEMENT LIMITED	Weeks, Gordon G.	Securities	S	-- Nov/83	IR	500		---
		Third Preferred	D	Sept/83	R		266	---
LAKE SIMCOE ICE & ENTERPRISES LIMITED	Prosser, Lorne M.							
	Lake Shore Mines, Limited	Common	B	Nov/83		107400		433773
M W RESOURCES LIMITED	Climan, Zave	Class A	D	--	IR			500
	Christ, Alexander	Common	DS	Nov/83			100000	1400000
MACKENZIE FINANCIAL CORPORATION	Fliesbach, H. E.	Securities	S	--	IR			---
	Rayner, Lord	Common	DS	Nov/83			1500	1556
MACMILLAN BLOEDEL LIMITED	Hall, Ronald T.	Restricted Voting Shares	DS	--				

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
MARK'S WORK WEARHOUSE LTD. Continued	Hall, Ronald T. Sandron Holdings Ltd.	Restricted Voting Shares	DS	--	IR1			626380
MARSHALL MINERALS CORP	Lewis, Michael E. Quint, Harry G.	Common	D	--	IR			1500
MASCOT GOLD MINES LIMITED	Carroll, Paul A. Campac Development Corp	Common	DS	--	IR			275000
MAVERICK URANIUM EXPLORATIONS INC.	Kondrat, Arnold T.	Preference	DI	--	IR1			3500
MAYNARD ENERGY INC	Premor Financial Corp.		DSB	--				
	Stephenson, Kenneth M. Kingsrow Resources Ltd. Kenaco Commercial Services Ltd.	Common	Nov/83	1		500000		500000
	Broadbent, Charles W. Stock Sharing Plan	Common	D	--	IR			178746
	Flynn, Patrick J.	Common	--	--	IR1			42411
	Stein, Stanley R.	Common	S Nov/83	X	IR1	4500		30423
	Cadesky, Frank Cadre Corporation	Common	S Oct/83	X		2000		5922 238
	Young, Ralph B. RRSP Trustee	Common	S Oct/83	X		3087		3582
	Price, Robert G. Wife	Common	B	--			177777	---
	Duncan, Donald W.	Common	Nov/83	1				5963 2400 21350
	Milligan, Thomas F.	Common	DS Nov/83		IR	100		1
	Mitchell, John H.	Common	D	--	IR1			1000
	Vree, Frank F.	Common	DS Nov/83			4000		90000
	Lewis, Conrad	Common	DS Nov/83					
	Brazzell, Gary T.	Common	S Nov/83			1000		48500
		Common	S Nov/83				600	8537
		Common	DS Nov/83			300		24000
		Common	S Nov/83				800	8702
		Common	DS	--				

REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
MOFFAT COMMUNICATIONS LIMITED (Continued)	Brazzell, Gary T. Retirement Pension Plan	Common	DS	Nov/83	1		2000	2000
	Davis, William A. Indirect Holdings		S	-- Nov/83	1	50		14596
	Graham, Robert G.		D	Oct/83	V	1000		2000
MOLSON COMPANIES LIMITED, THE	Willmot, Donald G. Kinghaven Farms Limited Willcrest Limited	Class A	DS	-- Nov/83 --	1 1		25000	--- 50000
	Willmot, Donald G. Kinghaven Farms Limited Willhaven Limited	Class B	DS	-- Nov/83 --	1 1		47600	--- 50000
MONARCH INVESTMENTS LIMITED	Finlay, Ian W.	Common	S	--	IR			500
MONTREAL CITY AND DISTRICT SAVINGS BANK, THE	Decary, Roger	Common	DI	Aug/83	V	300		600
	Harding, Michael B.		D	Nov/83		200		1700
MORRISON PETROLEUMS LTD	Chad, Stanley J. RSP	Common	D	Nov/83 Nov/83	M M	9000	9000	--- 60700
NAHANNI MINES LIMITED	Harquail, J. A. Impact Invest. Ltd. RRSP	B Warrants	DS	-- Nov/83 --	1 1	20000		20000 58000 36000
	Harquail, J. A. Impact Invest. Ltd.	Common	DS	-- Nov/83	1	1000		473669 27000
	Harquail, J. A. Surveymin Ltd.	Preferred	DS	Nov/83 Nov/83	1	1068 534		7908 3954
	Nufort Resources Inc.		B	Nov/83		962		6590
NATIONAL BANK OF CANADA	Lyssan, Edward Share Ownership Plan Other Indirect wife	Common	S	-- 1983 1983 --	1 1 1	235 639		1502 1227 1736 566
	Mann, George Unicorp Canada Corporation		D	--				2750
NATIONAL RESOURCE EXPLORATIONS LTD.	MacDonald, Alexander J.	Common	DS	Nov/83		550	12624	155000

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
NATIONAL OILS LTD. EXPLORATIONS LTD	MacDonald, Alexander J.	Common	DS	Nov/83			750	319860
	A. J. Macdonald Holdings Ltd.		--	--	1			120000
	Rix, Donald B. Metropolitan Holdings Ltd.		D	Oct/83			2000	21525
			--	--	1			21400
NEWFOUNDLAND LIGHT & POWER CO. LIMITED	Rorke, James E. Trusts	5 1/4% Pfd.	D	--				
			Nov/83	Nov/83	1		330	---
	Rorke, James E. Trusts	7 1/2% Pfd.	D	--				
			Nov/83	Nov/83	1		330	---
	Rorke, James E. Trusts	9% Pfd.	D	--				
			Nov/83	Nov/83	1		330	---
NEWFOUNDLAND TELEPHONE COMPANY LIMITED	Inns, Gordon E.	Common	D	--	IR			100
	Withers, Vincent G. Other Indirect		D	Nov 83			333	1925
			--	--	1			275
NICKEL RIM MINES LIMITED	Geddes, James	Common	DS	Nov/83		5000		25451
	Beck, Henry T. Theresa Beck Family Trust	Class A	DSB	Nov/83		3000		3412
	Devanney Investments		--	--	1			1500
	Ocassa Holdings		--	--	1			510000
	Rudy Koehler Holdings		--	--	1			401850
			--	--	1			138150
NORANDA MINES LIMITED	Cockwell, Jack L.	Common	DDI	Nov/83		2000		3000
	Eyton, John T.		DDI	Nov/83		2000		3000
	Bane, Thomas G.	7 3/4% Conv. Preference		Nov/83		400		400
NORCEN ENERGY RESOURCES LIMITED	Cowan, Charles G.	7 3/4% Conv. Jr. Pref. Shs. 1983 Series	DISI	Dec/83		300		300
	Despres, Robert	Common	D	Nov/83	E		27	---

REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR		SOLD OR		MONTH-END
						ACQUIRED	DISPOSED	DISPOSED	HOLDINGS	
						27	27	27	27	
NORCEN ENERGY RESOURCES LIMITED (Continued)	Despres, Robert	Non-Voting Ordinary	D	Nov/83	E					
		Voting Ordinary		Nov/83	E	27				27
	Newhouse, Wayne M.	Common	S	--	IR					1166
NORFOLK TRUST COMPANY	Teachers' Investment and Housing Co-Operative	Common		Nov/83		145				1034835
NORMICK PERRON, INC.	Thibault, Raymond Geoffrion Leclerc Inc.	Common	S	Aug/83	1	25				200 5411
		Common	D	--						
NORTH CANADIAN OILS LIMITED	L'Heureux, Williard J. Fossbridge Consultants Inc.	Common		--	IR1					57000
	L'Heureux, Williard J. Fossbridge Consultants Inc.	Convertible Debentures	D	--						
				--	IR1					\$225000
NUMAC OIL & GAS LTD.	Union Gas Limited	Common	B	Nov/83			100000			2082200
OLD CANADA INVESTMENT CORPORATION LIMITED	Beatty, David S RSP wife	Common	D	Nov/83	G		10			1860
				--		1				62749
				--		1				10813
	Levitt, John R.	Common	D	Nov/83		1100				11984
ORBIT OIL & GAS LTD.	Taylor, Barbara E.	Common	B	Nov/83			15000			518333
	Teare, Charles A. RRSP	Common	D	-- Oct/83	1	500				2125
ORCATECH INC	Cottier, Roy T.	Securities	DI	--	IR					---
PACIFIC CASSIAR LIMITED	Kenyon, John M.	Class B Common	DS	Nov/83 Nov/83			1500 1500			2990 118900
PE BEN OILFIELD SERVICES LTD	Horton, David J. Amended Janeff Holdings Ltd.	Common	D	Aug/83		16667				50000
				May/83 Aug/83		35130 2000				85130 2000

REPORTING ISSUER
PE BEN OILFIELD SERVICES LTD.

INSIDER
Horton, David J.
Amended
RRSP
Spouse
Janeff Holdings Ltd.

SECURITY
Common

TRANS
REL'N DATE
D

BOUGHT OR
ACQUIRED
TYPE

SOLD OR
DISPOSED

MONTH-END
HOLDINGS

POMINEX LTD

Rankin, Donald T.
Ranworth Expl. Ltd.

Common

DS Nov/83
Nov/83

1
1
1
3000
1000
2000
3000
100000

74500
100000

POTTER DISTILLERIES LTD

Terry, Harold J. C.
Amended

Class A

DS Feb/83

4891

49342

Potter Holdings

Feb/83
Feb/83
Oct/83
Oct/83
Feb/83
Oct/83

T 1
M 1
M 1
M 1
1
M 1

1891
69676
2966
1262
2966
2966

Northland Estates
Other

500000
195963
12733
2966
2966

Terry, Harold J. C.
Amended
Potter Holdings
Northland Estates

Class B

DS Feb/83

37

1245

POWER CORPORATION OF CANADA

Desmarais, Paul
Gelco Enterprises Ltd.
Transportation Management Corporation

15 Part. Pref.

B --
Nov/83

1
500

1708370

PRICE COMPANY LIMITED, THE

Abitibi-Price Inc.
Inter City Papers
Limited
Lauzier, Little Inc
Price Wilson Inc.

Common

B --
--

1
1025100

10037763

QUEENSTON GOLD MINES LIMITED

Calhoun, John H.
Yapp, George J

Common

S Nov/83

X
1465

1469

QUEENSTON GOLD MINES LIMITED

Cultus Pacific N. L.
Challenger International
Services Ltd.

Common

B Jun/83

F
116457

568366

R F. OIL INDUSTRIES LTD

Dunell Holdings Inc

Common

B --

IR

200000

WATSON HOLDINGS LIMITED

Barton, Roger
Amended

Common

DS May/83

400

2396

REPORTING ISSUER	INSIDER	SECURITY	REL.'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
RAM PETROLEUMS LIMITED (Continued)	Barton, Roger Amended RSP	Common	DS	May 83	1		63	3139
REDSTONE RESOURCES INC.	Nufort Resources Inc.	Common	B	Nov 83		136744		943187
		Warrants		Nov 83		136744		136744
REED STENHOUSE COMPANIES LIMITED	Sanders, Brian G.	Class A	S	1983		144		
				Nov 83			1098	4819
RENAISSANCE ENERGY LTD.	Matthews, Wilmot L. Other Indirect	Common	D	Nov '83	1	8800		75206 53093
ROGERS CABLESYSTEMS INC.	Clasen, Robert B. Lind, Philip B. Linton, William W. Nominee	Class B	S	Nov 83		10129		35915
			DSSI	Nov '83		4447		56785
			S	--	IR			220
				--	IR1			11163
	Ross, Barry A.		S	Nov '83		5033		25715
	Savage, Graham W.		S	Nov '83 Nov '83		7208	421	18169
ROYAL TRUSTCO LIMITED	Eyton, John T.	Class A	D	Nov '83		2000		3000
ROYEX STURGEON MINING LIMITED	Skimming, Thomas	Common	DS	Nov '83			10000	163227
SCARBORO RESOURCES LIMITED	Gaulin, Jean McBean, Robert P.	Common	D	--	IR			600
		Series C Conv. Debentures 8% due Dec. 31/86	DS	Nov '83		\$100000		\$100000
SCINTILORE EXPLORATIONS LIMITED	Depatie, Jean	Common	S	Nov 83			3600	2930
SEABOARD LIFE INSURANCE COMPANY	Friends' Provident Life Office	Common	B	Nov '83		368		546885
SEAQUEST ENERGY LTD.	Philippot, Ludovic W. Algertex Industries Ltd	Common	DS	Nov '83 --	1	58000		63240 32750
	Philippot, Ludovic W.	Series A Conv. Deb. Due Nov. 8, 1982	DS	Nov '83			\$29000	---

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
SEEL MORTGAGE INVESTMENT CORPORATION	Philpott, David G.	Common	D	Nov 83		220		4200
SHELL OIL COMPANY	Nanz, Robert H.	Common	S	Nov 83	X	6259		10438
SHEPHERD PRODUCTS LIMITED	Beutel, Austin C. Oakwest Corporation Limited	Common	D	--				
	MacKenzie, Donald A.			Nov 83	T 1	2000		148412
SIENNA RESOURCES LIMITED	Davey, John C. Spouse	Common	S	Nov 83	T	361	10000	26915
				--	1			32000
SILTRONICS LTD.	Buchanan, Allan R.	Common	D	--	IR			6200
		Warrant		--	IR			5000
	Chesser, Roger	Common	DS	--	IR			2500
		Units		--	IR			57500
	Cowlin, Raymond A E	Securities	S	--	IR			2000
	Ker, Duncan G.		S	--	IR			--
	Panther, Gyles	Common	DS	--	IR			---
	Preston, James A.	Securities	S	--	IR			770300
SILVERWOOD INDUSTRIES LIMITED	Findlay, Eric F. Execsil Corpn.	Class A	SDI	Nov 83		3267	5	---
				Nov/83	1	2300	36524	
	Findlay, Eric F. Findlay Dairy Farms Ltd Execsil Corpn.	Class B	SDI	Nov/83		550	5	
				Nov 83	1	1530	---	
				--	1		227588	
SKILL RESOURCES LTD.	Latner, Albert J. Concorde Management Company	Common	DI	--				
				Oct 83	1	150000		
				Oct 83	1	33600	116400	
SONOR INVESTMENTS LIMITED	Beatty, David R.	9% Second Preference	DS	Dec 83	R	30	903	
	Blakely, Christine L.		B	Dec 83	R	1000	24613	

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
SONOR INVESTMENTS LIMITED (Continued)	Broadbent, Judith A.	9% Second Preference	B	Dec 83	R		1000	29340
	Sonor Investments Limited	9% First Preference		Nov '83		500		
				Nov '83	R		500	---
SORREL RESOURCES LTD.	Mix, Louis J.C. Spouse	Common	DS	Nov '83	1		500	20000
				--				20000
SPAR AEROSPACE LIMITED	Beatty, David S. RRSP	Subordinate	D	-- Nov '83	1		1160	208 3000
	Kincaid, Leonard J.		S	Oct 83			40	750
	MacNaughton, John D.	Options	S	Nov '83	X		6000	48000
		Subordinate Voting		Nov '83	X	6000		
				Nov '83			6000	---
STERLING TRUST CORPORATION	General Trst of Canada	Common	B	Nov '83		250		1104923
STRAND OIL & GAS LTD.	Carson, John A. Basic Investment Ltd.	Common	D	Nov 83	1	5000		12000 5000
	Jannock Limited 554836 Ontario Limited		B	Oct 83	1	44100		192075 1000000
				--				
SULPETRO LIMITED	Bobyn, Donald J.	Class B	S	Jul 83			300	10066
SUMACH RESOURCES INC.	Radford, Kenneth J. Amended Bantford Inv.	Common	D	--				120000
				Oct '83	1	50000		
				Oct '83	1		25000	25000
SYDNEY DEVELOPMENT CORPORATION	Chapman, Bruce H.	Common	S	Oct 83 Oct 83	X	10000	5200	82466
				Oct '83	X	42000		43000
	Keenan, Patrick J.	Warrants		Nov '83	E	80000		111000 80000
				Nov '83	E			80000
	Pidduck, Geoffrey D.	Common	SI	Nov '83	X	1393		1755
	Schmidt, William E.		D	Oct '83	X	42000		89000
TIE/TELECOMMUNICATIONS CANADA LIMITED	Giordano, John	Common	S	--	IR			2000

REPORTING ISSUER	INSIDER	SECURITY	REL IN	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
UNITED COMMUNICATIONS CANADA LIMITED (Continued)	Trottier, Ernest B.	Common	S	--	IR			500
TRANSALTA UTILITIES CORPORATION	Black, Robert G.	Common	S	Oct/83		37		1996
TRANSCANADA PIPELINES LIMITED	Alexander, Norman J. In Trust	Common	S	-- Nov/83	1	1000		5000
TUNDRA GOLD MINES LIMITED	Applegath, Albert W.	Common	DS	Oct/83			97000	1765033
U A P INC	Bennett, Carman	Class A	S	Nov/83		4000		4450
	Cadieux, Georges-Andre		S	Nov/83		3000		5110
	Dionne, Marcel		S	Nov/83		4000		4300
	Douville, Jean		S	Nov/83		6000		6570
	Goyet, Jean-Marie		S	Nov/83		2000		2225
	Lemay, Raymond	Common	S	Nov/83		2000		2160
UNION GAS LIMITED	Edgell, F. M.	Common	S	Nov/83		9000		22602
	Jolley, John B. Employee Share Ownership Plan		S	Nov/83		3000		9407
				Oct/83	1	71		
				Nov/83	1	125		2866
	Little, Paul F. Employee Share Ownership Plan		S	Nov/83		5000		18910
				Nov/83	1	370		1890
	Moore, Donald J. Employee Share Ownership Plan		S	Nov/83		6000		6000
				Oct/83	1	15		258
	Webel, John		S	Oct/83		1127		11338
				Nov/83		4000		
	Employee Share Ownership Plan			Oct/83	1		1127	
				Oct/83	1	76		
				Nov/83	1	107		561
UNITED FINANCIAL MANAGEMENT LTD	Exco Corporation Limited	Common	B	Nov/83		1425		1189370

REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
UNITED WESTBURNE INDUSTRIES LIMITED	Cummer, William J. wife	Common	D	Nov/83			4000	---
VAN DERHOUT ASSOCIATES LIMITED	Van Der Hout, John B.	Common	DS	Nov/83		2200		12800
WABIGOON RESOURCES LIMITED	Multivest Financial Services Limited	Common	DB	Nov/83		6300		70150
WADDY LAKE RESOURCES INC.	Jou, Lionel R.	Common	DS	Nov/83			3334	---
		Warrants		Nov/83			10000	---
HIRAM WALKER RESOURCES LTD.	Jackson, George E.	Common	D	Nov/83			500	500
	Wildner, William P. Whitshed Limited	7.5% Cv. Pfd.	DS	Nov/83			2600	5000
				--	1			25000
	Wildner, William P. Whitshed Limited	Common	DS	--			15000	41946
	E.W. Bickle Foundation			Nov/83	1		1500	2000
WARDAIR INTERNATIONAL LTD.	Ward, Maxwell W.	Common	B	Oct/83	E	300000		2671558
		Preferred		Oct/83	E		90000	---
WESTAR MINING LTD	Riva, Walter J. Indirect Holding	10.25% Pfd.	DDI	--	IRI			1700
WESTERN RESOURCES MINERALS LIMITED	Allison, Albert Rosmar Corp. Ltd.	Common	B	Nov/83			12400	136750
WOODWARD STORES LIMITED	Bailey, George R. Bancroft, Rose Brown, William G.	Class A	S	Nov/83	T	212		15865
			D	Nov/83	T	22		1673
			D	Jun/83 May/83	T	203	187	205
	Elmswood Limited		B	Jun/83 Nov/83	T	34047	15672	34047
	Forbes, William G. Gandossi, Marco		S	Nov/83	T	211		413
			D	Nov/83	T	452		

REPORTING ISSUER
WOODWARD STORES LIMITED
Continued

INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
Gandossi, Marco	Class A	D	Dec/83	E		452	---
	Class B		Dec/83	E	452		33811
Gardiner, William D. H.	Class A	D	Nov/83	T	27		95
Jones, James R.		S	Nov/83	T	209		15444
MacLaren, Grant W. Other Indirect		D	Nov/83 Nov/83	T T 1	840 117		2825 8765
McBride, Merwin		S	Nov/83	T	206		15393
McComb, Philip C.		D	Nov/83	T	279		872
Ogilivie, David P.		S	Nov/83	T	2		153
Robertson, Frank A.		D	Nov/83	T	543		543
Southern, Margaret E.		D	Nov/83	T	13		1041
Woodward, Charles N. W. Douglas Lake Cattle Co. Ltd.		D	Nov/83	T	8269		8269
			Nov/83	T 1	6788		20709
YELLOWKNIFE BEAR RESOURCES INC	Common	DDI	Nov/83		800		23669
ZAHAVY MINES LIMITED	Common	D	--	IR			3000

INSIDER TRADING REPORTS

REPORT UNDER SECTION 113 OF THE ACT

MANAGEMENT COMPANY	SELLER	PURCHASER	DATE OF TRANSACTION	NATURE OF TRANSACTION
INVESTORS SECURITIES MANAGEMENT LTD	Investors Group Trust Co. Ltd. A/C #1068	Provident Stock Fund Ltd.	Nov. 23, 1983	Tie/Telecommunications Canada Limited 500 Shares
"	Investors Group Trust Co. Ltd. A/C #1212	Provident Stock Fund Ltd.	Nov. 23, 1983	Tie Telecommunications Canada Limited 1,000 Shares
"	Investors Group Trust Co. Ltd. A/C #1280	Provident Stock Fund Ltd.	Nov. 23, 1983	Tie/Telecommunications Canada Limited 500 Shares
"	Investors Group Trust Co. Ltd. A/C #1340	Investors Index Stockfund	Nov. 23, 1983	Tie/Telecommunications Canada Limited 1,000 Shares

CHAPTER 8
NOTICES OF EXEMPT FINANCINGS

NOTICES OF EXEMPT FINANCINGS

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Nov. 08, 1983	British Columbia Telephone Company Ltd.	BANK OF BRITISH COLUMBIA COMMON SHARES	\$97,612	6,850 shares
"	Confederation Life Insurance Company	"	1,132,162	79,450 shares
"	Imperial Life Assurance Company of Canada, The	"	1,339,500	94,000 shares
"	Pratt Whitney Canada Inc.	"	97,612	6,850 shares
"	Uniroyal Ltd.	"	"	6,850 "
Nov. 14, 1983	Daly Gordon Securities Ltd.	BRINCO LIMITED - COMMON SHARES	787,500	250,000 shares
Aug. 16, 1982	Ackerley, Margaret	CANE RESOURCES LTD. - UNITS	8,800	2 units
"	Anderson, Allen B.	"	4,400	1 units
"	Byrne, J. C.	"	2,200	1 2 units
"	Cane, Charles H.W.	"	4,400	1 units
"	Chomyn, Eugene	"	"	1 "
"	Cook, J. Gordon	"	"	1 "
"	Cooper, David W. Trust	"	2,200	1 2 units
"	Cooper, Joan E.	"	15,400	3 1/2 units
"	D.D.H. Geomanagement Ltd.	"	4,400	1 units
"	Discovery Mines Limited	"	"	1 "
"	Disler, George	"	"	1 "
"	Duggan, S. J.	"	"	1 "

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Aug. 16, 1982	Elliot, Ross	CANE RESOURCES LTD. - UNITS	\$4,400	1 units
"	Howes, B.J.	"	8,800	2 units
"	J.R. Brookfield D.D.S.	"	4,400	1 units
"	Kettleson, Hal	"	"	1 "
"	Law, William	"	"	1 "
"	Lomax, Donald	"	8,800	2 units
"	Lomax, Norah	"	4,400	1 units
"	Lovelock, Jock	"	"	1 "
"	Lowe, Edna	"	"	1 "
"	Lowe, John G.	"	8,800	2 units
"	Mongeau, Raymond J.	"	"	2 "
"	Morissette, George J.	"	4,400	1 units
"	Mosher, A.C.	"	"	1 "
"	Mosher, Murdoch	"	8,800	2 units
"	Nikiforuk, Steve	"	4,400	1 units
"	Pollock, Barbara C.	"	2,200	1/2 units
"	Pollock, J.A.	"	13,200	3 units
"	Pollock, Robert A	"	1,100	1 units
"	Rayrock Resources Limited	"	"	1 "
"	Ross, Don M.	"	"	1 "

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Aug. 16, 1982	Rutherford, Eric	CANE RESOURCES LTD. - UNITS	\$4.400	1 units
"	Salsberg, Eric	"	"	1 "
"	Stefaniw, Roy	"	"	1 "
"	Telfer, Glenholme F.	"	"	1 "
"	Tom & Barnt	"	8.800	2 units
"	Trottier, Gene	"	4.400	1 units
"	Wade, James	"	"	1 "
"	Walynetz, Leo	"	"	1 "
Nov. 15, 1983	Dofasco Supplementary Retirement Income Plan	CARLYLE ENERGY LTD. COMMON SHARES	550.000	500.000 shares
"	Montreal Trust A/C 90250 Pensions Department	"	"	500.000 "
Nov. 25, 1983	Pong, Yum Sui	CONESTOGA BRIDGE CAPITAL CORP. CLASS F SPECIAL SHARES	150.000	150 shares
Nov. 25, 1983	Goldberg, Melvin	CROSSCUT EXPLORATIONS INC. COMMON SHARES	100.000	277.777 shares
Nov. 08, 1983	National Trust Company, Ltd. as Trustee for Cliffs of Canada Ltd. Master Trust Fund	DFA INVESTMENT DIMENSIONS GROUP INC. - COMMON SHARES	100.000	596 shares
Nov. 25, 1983	Canada Council Performing Arts Venture Capital Fund	DINING ROOM COMPANY, THE UNITS	20.000	20 units
"	Curley, Paul R.	"	5.000	5 units
"	Dermer, Jerome	"	"	5 "

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Nov. 25. 1983	Flanagan, J. Warren	DINING ROOM COMPANY, THE UNITS	\$5.000	5 units
"	Fuller, James C	"	"	5 "
"	Gillies, James	"	"	5 "
"	Green, Rhoda	"	1.500	1.5 units
"	Hinch, Pawlinor	"	2.000	2 units
"	Koerner, Michael H.	"	5.000	5 units
"	MacDonald, William A	"	"	5 "
"	Major, Judith	"	1.500	1.5 units
"	Meighen, Michael	"	5.000	5 units
"	Parry, David J	"	"	5 "
"	Patterson, Rein	"	"	5 "
"	Phelan, Helen	"	"	5 "
"	Siegerman, Martin H.	"	"	5 "
"	Sirois, Vincent	"	"	5 "
"	Spielberg, Stephen	"	"	5 "
"	Weinstein, Isadore B	"	"	5 "
Nov. 18. 1983	108914 Canada Inc.	FIRST CHOICE CANADIAN COMMUNI- CATIONS CORPORATION-SERIES ONE CONV. DEB. DUE OCT 31 88 WITH WARRANTS	200.000	\$200.000
"	AGF Management Limited	"	347.713	\$347.713

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Nov. 18, 1983	Astral Bellevue Pathe Inc.	FIRST CHOICE CANADIAN COMMUNI- CATIONS CORPORATION-SERIES ONE CONV. DEB. DUE OCT. 31/88 WITH WARRANTS	\$5,855,000	\$5,855,000
"	HCI Holdings Ltd.	"	1,000,000	\$1,000,000
"	Legault Investment Counsel Inc.	"	250,000	\$250,000
"	Manufacturers Life Insurance Company, The	"	695,426	\$695,426
"	Manvest Ltd	"	411,864	\$411,864
"	New Venture Equities Ltd.	"	100,000	\$100,000
"	Quebecor Inc.	"	231,072	\$231,072
"	RoyFund (Equity) Ltd.	"	250,000	\$250,000
"	Sensormatic Canada Limited	"	743,944	\$743,944
"	Two Oak Investments Ltd.	"	396,982	\$396,982
Nov. 28, 1983	Abel, Thomas P.	HUMBER VIEW HEIGHTS - UNITS	117,550	1 units
"	Adams, Julian F.A.	"	113,050	1 units
"	Ahluwalia, Ranjit S.	"	116,550	1 units
"	Allen, John A.	"	156,950	1 units
"	Cancilla, George H.	"	110,550	1 units
"	Dent, Robert L.	"	111,550	1 units
"	Didier, John M.	"	131,990	1 units

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Nov. 28, 1983	Dooley, Terence A.	HUMBER VIEW HEIGHTS - UNITS	\$112,550	1 units
"	Ebert, Helmut	"	112,050	1 units
"	Evans, George A.	"	156,950	1 units
"	Finegan, Daniel J.	"	154,850	1 units
"	Gusella, Mary M.	"	115,050	1 units
"	Heese, Sheryl A.D.	"	115,550	1 units
"	Kidder, Robert A.	"	138,990	1 units
"	Kurtz, Edward	"	167,130	1 units
"	Lawson, Victor G.	"	110,050	1 units
"	Low, Keene B.	"	117,550	1 units
"	Mason, Gregory L	"	172,030	1 units
"	Morison, Michael A.	"	117,050	1 units
"	Naumovich, James	"	166,430	1 units
"	Ng-Cheng-Hin, John	"	111,550	1 units
"	O'Donohoe, Deter F.	"	145,750	1 units
"	Shah, Natavarlal H.	"	131,990	1 units
"	Sone, Shael	"	111,050	1 units
"	Superville, Errol K	"	110,550	1 units
"	Webster, Robert E.	"	110,050	1 units
"	Westland, Alan D.	"	229,600	2 units

NOTICES OF EXEMPT FINANCINGS

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Oct. 17, 1983	Lac Minerals Ltd.	LITTLE LONG LAC GOLD MINES LIMITED - COMMON SHARES	\$3,625,000	100,000 shares
Nov. 24, 1983	Agradora Inc.	MAGNACON MINES & OILS LIMITED COMMON SHARES	45,000	300,000 shares
"	Green, Donald G.	"	7,500	50,000 shares
"	Ragonetti, Barbara	"	"	50,000 "
Oct. 19, 1983	464136 Ontario Limited	MARKET STREET BLOCK - UNITS	100,000	1 units
"	Yorkland Group	"	50,000	1 2 units
Oct. 21, 1983	Crossar, Alan J.	MOTION CONTROL SYSTEMS INC. COMMON SHARES	2,000	4,000 shares
Nov. 18, 1983	Medland, J. A.	"	15,000	30,000 shares
Nov. 29, 1983	Bank of Montreal	OSHAWA GROUP LIMITED, THE CLASS A NON-VOTING SHARES	612,000	20,000 shares
"	Banque Nationale de Paris	"	2,142,000	70,000 shares
"	Caisse de depot et placement du Quebec	"	4,590,000	150,000 shares
"	Canada Life Assurance Company, The	"	2,132,820	69,700 shares
"	Canada Trust Company, The	"	211,200	7,000 shares
"	Canada Trust Company, The	"	306,000	10,000 shares
"	Central Trust Company	"	260,100	8,500 shares
"	Co-Operators General Insurance Company	"	612,000	20,000 shares

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Nov. 29, 1983	Combined Insurance Company of America	OSHAWA GROUP LIMITED, THE CLASS A NON-VOTING SHARES	\$459,000	15,000 shares
"	Compagnie d'assurance sur la vie La Sauvegarde	"	153,000	5,000 shares
"	Compagnie d'assurance sur la vie La Sauvegarde	"	"	5,000 "
"	Dave Mac Investments Limited	"	244,800	8,000 shares
"	Economical Mutual Insurance Company	"	306,000	10,000 shares
"	Equity & Law Life Assurance Society plc	"	"	10,000 "
"	Fiduciaires De La Cite Et Du Districte de Montreal Limitee	"	122,400	4,000 shares
"	Government of Kuwait, Ministry of Finance, Kuwait Investment Office	"	3,060,000	100,000 shares
"	Guaranty Trust Company of Canada	"	107,100	3,500 shares
"	Guaranty Trust Company of Canada	"	"	3,500 "
"	Guaranty Trust Company of Canada	"	229,500	7,500 shares
"	Guaranty Trust Company of Canada	"	275,400	9,000 shares
"	Guaranty Trust Company of Canada	"	"	9,000 "

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Nov. 29, 1983	Independent Order of Foresters, The	OSHAWA GROUP LIMITED, THE CLASS A NON-VOTING SHARES	\$918,000	30,000 shares
"	Lazard Brothers & Co. Limited	"	153,000	5,000 shares
"	Les Cooperants, societe mutuelle d'assurance-vie	"	765,000	25,000 shares
"	Les Prevoyants du Canada Fonds Pension	"	107,100	3,500 shares
"	Manufacturer's Life Insurance Company, The	"	459,000	15,000 shares
"	Mercantile and General Reinsurance Group, The	"	765,000	25,000 shares
"	Montreal Trust Company of Canada	"	107,100	3,500 shares
"	Montreal Trust Company of Canada	"	122,400	4,000 shares
"	Montreal Trust Company of Canada	"	153,000	5,000 shares
"	Montreal Trust Company of Canada	"	214,200	7,000 shares
"	Montreal Trust Company of Canada	"	244,800	8,000 shares
"	Montreal Trust Company of Canada	"	306,000	10,000 shares
"	Montreal Trust Company of Canada	"	550,800	18,000 shares
"	National Trust Company Limited	"	"	18,000

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Nov. 29, 1983	National Trust Company Limited	OSHAWA GROUP LIMITED, THE CLASS A NON-VOTING SHARES	\$612,000	20,000 shares
"	Pentor Company	"	1,499,400	49,000 shares
"	Provincial Treasurer of Alberta, The	"	3,060,000	100,000 shares
"	Prudential Insurance Company of America, The	"	1,040,400	34,000 shares
"	Royal Trust Corporation of Canada	"	214,200	7,000 shares
"	Royfund (Equity) Limited	"	918,000	30,000 shares
"	Trenton Company Limited	"	100,980	3,300 shares
"	United Bond & Share Limited	"	"	3,300 "
"	United Corporations Limited	"	970,020	31,700 shares
Nov. 15, 1983	92144 Canada Limited	QUASAR SYSTEMS LIMITED COMMON SHARES	105,000	7,000 shares
Nov. 03, 1983	Barton, Hal E.	SUMMIT 2-C, THE - UNITS	42,238	1 units
"	Barton, W. Wayne	"	23,406	1 units
"	Barton, W. Wayne	"	34,195	1 units
"	Czerevko, Jaroslov Z.	"	42,238	1 units
"	Esty, Clive B.	"	23,406	1 units
"	Ge. Larry C	"	12,238	1 units
"	George, Neil	"	37,852	1 units

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Nov. 03, 1983	Hip, Clarence L.	SUMMIT 2-C, THE - UNITS	\$21.467	1 units
"	Jones, E. Douglas	"	42.238	1 units
"	Mair, Trevor	"	"	1 "
"	McBride, Joseph M.	"	"	1 "
"	Meikle, John E.S.	"	23.106	1 units
"	Meikle, John E.S.	"	42.238	1 units
"	Mollard, John T.	"	23.406	1 units
"	Mollard, John T.	"	"	1 "
"	Morgan, Donald C.	"	42.238	1 units
"	Ness, Bernard T.	"	"	1 "
"	Olver, Gerald F.	"	21.467	1 units
"	Olver, Gerald F.	"	42.238	1 units
"	Rhodes, William R.	"	21.467	1 units
"	Rowsell, Peter W.	"	42.238	1 units
"	Sclater, Robert H.	"	23.406	1 units
"	Toma, John C.	"	42.238	1 units
"	Williams, Errol B.	"	21.467	1 units
"	Williams, Errol B.	"	42.238	1 units
"	Williams, Lesney A.	"	"	1 "
Aug. 29, 1983	Bell Northern Research Limited Pension Trust Fund (Montowr & Co., as nominee)	TALLEY CORPORATION - 10% CONVERTIBLE SUBORDINATED DEBENTURES DUE AUGUST 29, 1988	123.077	\$123,077

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Aug. 29, 1983	Brougham Investments Limited	TALLEY CORPORATION - 10% CONVERTIBLE SUBORDINATED DEBENTURES DUE AUGUST 29, 1988	\$100,000	\$100,000
"	Financial Trust Company (Roytor & Co., as nominee)	"	500,000	\$500,000
"	Good Colorado, Ltd.	"	253,125	\$253,125
"	Kime, John	"	62,325	\$92,325
"	Leach, Joe C	"	19,575	\$19,575
"	Mackechnie, Peter S	"	"	\$19,575
"	Northern Telecom Limited Pension Trust Fund (Montowr & Co., as nominee)	"	492,323	\$492,323
"	Operational Employees Pension Plan - Noranda Group (Canco & Co., as nominee)	"	500,000	\$500,000
"	Pension Fund Society of the Royal Bank of Canada Roytor & Co	"	1,000,000	\$1,000,000
"	Retirement Annuity Plan Noranda Group (Canco & Co., as Nominee)	"	500,000	\$500,000
"	Union Gas Pension Funds (Canco & Co., as nominee)	"	400,000	\$400,000
Aug. 29, 1983	Bell Northern Research Limited Pension Trust Fund (Montowr & Co., as nominee)	TALLEY CORPORATION - COMMON SHARES	200,002	12,308 shares
"	Brougham Investments Limited	"	203,125	16,500 shares

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Aug. 29, 1983	Financial Trust Company (Roytor & Co., as nominee)	TALLEY CORPORATION - COMMON SHARES	\$500,000	0 shares
"	Good/Colorado, Ltd.	"	646,875	63,000 shares
"	Kime, John	"	150,000	9,228 shares
"	Leach, Joe C.	"	50,000	4,868 shares
"	Mackechnie, Peter S.	"	"	4,868 "
"	Northern Telecom Limited Pension Trust Fund (Montowr & Co., as nominee)	"	799,998	49,228 shares
"	Operational Employees Pension Plan - Noranda Group (Canco & Co., as nominee)	"	812,500	50,000 shares
"	Pension Fund Society of the Royal Bank of Canada (Roytor & Co.)	"	1,625,000	100,000 shares
"	Retirement Annuity Plan Noranda Group (Canco & Co., as Nominee)	"	812,500	50,000 shares
"	Union Gas Pension Funds (Canco & Co., as nominee)	"	650,000	40,000 shares

RESALE OF SECURITIES

FORM - 21

DATE OF RESALE	DATE OF ORIG PURCHASE	SELLER	SECURITY	PRICE	AMOUNT
Nov. 21, 1983	Nov. 25, 1982	Investors Group Trust Co. Ltd.	CANADIAN UTILITIES LIMITED CLASS A SHARES	\$56,500	4,000 shares
"	"	"	"	\$84,750	6,000 "
"	"	"	"	127,125	9,000 "
"	"	"	"	522,625	37,000 "
Nov. 21, 1983	Nov. 25, 1982	Investors Group Trust Co. Ltd.	CANADIAN UTILITIES LIMITED CLASS B SHARES	56,500	4,000 shares
"	"	"	"	77,687	5,500 "
"	"	"	"	84,750	6,000 "
"	"	"	"	127,125	9,000 "
"	"	"	"	522,625	37,000 "
Nov. 10, 1983	Jan. 25, 1983	National Trust Company Limited	DEVELCON ELECTRONICS LTD. COMMON	15,075	700 shares
Dec. 01, 1983	May. 31, 1983	Loewen, Ondaatje, McCutcheon Capital Operations Limited	JANNOCK LIMITED - COMMON SHARES PLUS WARRANTS	250,000	20,000 shares
Nov. 11, 1983	Apr. 19, 1983	National Trust Company Limited	KEG RESTAURANTS LTD. CLASS A SHARES	12,250	2,500 shares
Nov. 29, 1983	Jan. 26, 1983	Investors Growth Fund of Canada Ltd	LUMONICS INC. - COMMON SHARES	163,175	5,350 shares

NOTICE OF INTENTION TO DISTRIBUTE SECURITIES PURSUANT TO SUBSECTION 7 OF SECTION 71

SELLER	SECURITY	AMOUNT
Lafarge Coppee S A	CANADA CEMENT LAFARGE LTD. - \$1.30 PREFERENCE SHARES	200,000 shares
Conwest Exploration Company Limited	CHANCE MINING AND EXPLORATION COMPANY LIMITED COMMON SHARES	421,181 "
Thomas. D. Grenville	HIGHWOOD RESOURCES LTD. - COMMON SHARES	40,000 "
Schmitz. Bertram	PRIZE PUZZLE INC. - COMMON SHARES	7,826 "
Rogers. Edward S.	ROGERS CABLESYSTEMS INC. - CLASS A AND/OR CLASS B	500,000 "
Newlore Investments Ltd	SCINTILORE EXPLORATIONS LIMITED - COMMON SHARES	37,200 "
Crowborough Investments Limited	SPAR AEROSPACE LIMITED - SUBORDINATE VOTING SHARES	35,680 "

CHAPTER 9

TAKE-OVER BIDS. ISSUER BIDS

9.1 TAKE-OVER BIDS. ISSUER BIDS

TAKE-OVER BIDS. ISSUER BIDS

PANCONTINENTAL OIL LTD. #
(OFFEROR)

PANCONTINENTAL RESOURCE PROGRAM (B.C.) 80-81
LIMITED PARTNERSHIP
PANCONTINENTAL RESOURCE PROGRAM (ALBERTA) 80-81
COAST PACIFIC (ONTARIO) 1980-81 DRILLING PROGRAM
COAST PACIFIC (B.C.) 1981 DRILLING PROGRAM
TY-STEELE RESOURCES (1979) LIMITED PARTNERSHIP
TY-STEELE RESOURCES 80/30 PROGRAM LIMITED PARTNERSHIP
CPALTA 80 OIL & GAS LTD.
CPBC 80 OIL & GAS LTD.
CPRESOURCES 80-81 OIL & GAS LTD.

(OFFEREES)

NOTICE OF INTENTION - FORM 35

GUARDIAN-MORTON SHULMAN PRECIOUS METALS INC.

Share Exchange

CHAPTER 10
CONTINUOUS DISCLOSURE FILINGS

Public Documents Filed with the Ontario Securities Commission

ISSUER	TITLE
190 LEES AVENUE LIMITED PARTNERSHIP	RULING /ORDER/REASONS
190 LEES AVENUE LIMITED PARTNERSHIP	APPLICATION
3460 KEELE ST. APARTMENTS LTD.	IFS 9 MN SE 30 83
A.E. LEPAGE CAPITAL PROPERTIES	PRESS RELEASE
ACTION TRADERS INC.	EARNINGS FOR 9 MONTH
AEC POWER LTD.	IFS 9 MN SE 30 83
AGASSIZ RESOURCES LTD.	CERTIF OF MAILING
AGASSIZ RESOURCES LTD.	FORM 27-MAT. CHANGE
AGRA INDUSTRIES LIMITED	PRESS RELEASE
AIGUEBELLE RESOURCES INC.	T.S.E. MATERIAL
ALBERTA NATURAL GAS COMPANY LTD.	IFS 9 MN SE 30 83
ALBERTA NATURAL GAS COMPANY LTD.	PRESS RELEASE
ALCAN ALUMINIUM LIMITED	PRESS RELEASE
ALGOMA CENTRAL RAILWAY	IFS 9 MN SE 30 83
ALGOMA STEEL CORPORATION LIMITED	IFS 9 MN SE 30 83
AMAX INC.	IFS 9 MN SE 30 83
AMCA INTERNATIONAL LTD.	FORM 27-MAT. CHANGE
AMERICAN EAGLE PETROLEUMS LIMITED	IFS 9 MN SE 30 83
AMERICAN EAGLE PETROLEUMS LIMITED	PRESS RELEASE
AMERICAN EXPRESS COMPANY	DIVIDEND NOTICE
AMERICAN QUASAR PETROLEUM CO.	PRESS RELEASE
AMERICAN TELEPHONE AND TELEGRAPH COMPANY	FORM 8-K
AMPAL-AMERICAN ISRAEL CORPORATION	10Q 9 MN SE 30 83
AMPAL-AMERICAN ISRAEL CORPORATION	FORM 8 AMENDMENTS RE
AMTELECOM INC.	SHRHLDRS. MTNG. MAT.
ARC INTERNATIONAL CORPORATION	ANNUAL MEETING REPOR
ARC INTERNATIONAL CORPORATION	ANNUAL MEETING REPOR
ARGYLL ENERGY CORPORATION	FINANCIAL RESULTS 9
ARJON GOLD MINES LIMITED	IFS 9 MN SE 30 83
ASAMERA INC.	T.S.E. MATERIAL
ASAMERA INC.	EXEMPT FINANCING NOT
ASBESTOS CORPORATION LIMITED	IFS 9 MN OC 01 83
ATCO LTD	PRESS RELEASE
ATCO LTD.	T.S.E. MATERIAL
ATCO LTD.	DIVIDEND NOTICE
ATCO LTD.	PRESS RELEASE
ATCO LTD.	PRESS RELEASE
ATEBA MINES INC.	IFS 9 MN SE 30 83
ATLANTIS RESOURCES INTERNATIONAL LTD.	PRESS RELEASE
AUBREY ESTATES LIMITED PARTNERSHIP	PROSPECTUS
AUDAX GAS AND OIL LTD.	SHRHLDRS. MTNG. MAT.
AUGMITTO EXPLORATIONS LIMITED	IFS 6 MN SE 30 83
AUGMITTO EXPLORATIONS LIMITED	T.S.E. MATERIAL
AUTOMOTIVE HARDWARE LIMITED	T.S.E. MATERIAL
AUTOMOTIVE HARDWARE LIMITED	PRESS RELEASE
AVINDA VIDEO INCORPORATED	PRELIM. PROSPECTUS
B.C.I. MANAGEMENT CORP.	ANNUAL REPORT
B.C.I. MANAGEMENT CORP.	IFS 3 MN SE 30 83

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Public Documents Filed with the Ontario Securities Commission

ISSUER	TITLE
B.C.I. MANAGEMENT CORP.	SHRHLDRS. MTNG. MAT.
BANK OF BRITISH COLUMBIA	PRESS RELEASE
BANK OF BRITISH COLUMBIA	PRESS RELEASE
BANK OF MONTREAL	PRESS RELEASE
BANK OF MONTREAL	PRESS RELEASE
BANK OF MONTREAL	SHRHLDRS. MTNG. MAT.
BANK OF NOVA SCOTIA	PRESS RELEASE
BANK OF NOVA SCOTIA	EXEMPT FINANCING NOT
BANKENO MINES LTD.	PRESS RELEASE
BANKENO MINES LTD.	RULING/ORDER/REASONS
BARBECON INC.	IFS 9 MN SE 30 83
BATON BROADCASTING INCORPORATED	ANNUAL REPORT
BATON BROADCASTING INCORPORATED	SHRHLDRS. MTNG. MAT.
BAY MILLS LIMITED	ANNUAL REPORT
BAY MILLS LIMITED	PRESS RELEASE
BBC-RI SERVICES LTD.	IFS 9 MN SE 30 83
BBC-RI SERVICES LTD.	FORM 28-ANN. FILING
BEAR CREEK RESOURCES LIMITED	T.S.E. MATERIAL
BEARCAT EXPLORATIONS LTD.	IFS 9 MN AG 31 83
BEARCAT EXPLORATIONS LTD.	RULING/ORDER/REASONS
BEARCAT EXPLORATIONS LTD.	CHANGE OF ADDRESS
BEAUTY COUNSELORS INTERNATIONAL INC.	AUD. ANN. FIN. STMT.
BEAUTY COUNSELORS INTERNATIONAL INC.	OFFERING OF RIGHTS
BEAUTY COUNSELORS INTERNATIONAL INC.	CERTIF. OF MAILING
BEAUTY COUNSELORS INTERNATIONAL INC.	LET. TO SHAREHOLDERS
BEAUTY COUNSELORS INTERNATIONAL INC.	EXEMPT FINANCING NOT
BEAVERHEAD RESOURCES LTD.	ANNUAL REPORT
BEAVERHEAD RESOURCES LTD.	SHRHLDRS. MTNG. MAT.
BELL CANADA	PRESS RELEASE
BELL CANADA	PRESS RELEASE
BELL CANADA	EXEMPT FINANCING NOT
BELL CANADA ENTERPRISES INC.	PRESS RELEASE
BELL CANADA ENTERPRISES INC.	EXEMPT FINANCING NOT
BELL CANADA ENTERPRISES INC.	EXEMPT FINANCING NOT
BELL CANADA ENTERPRISES INC.	EXEMPT FINANCING NOT
BELL CANADA ENTERPRISES INC.	EXEMPT FINANCING NOT
BELL CANADA ENTERPRISES INC.	EXEMPT FINANCING NOT
BELLS AND UTILITIES	CERTIF. OF MAILING
BELORE MINES LIMITED	IFS 9 MN SE 30 83
BENEFICIAL FINANCE CO. OF CANADA	IFS 9 MN SE 30 83
BGR PRECIOUS METALS INC.	PRESS RELEASE
BGR PRECIOUS METALS INC.	PRESS RELEASE
BIG LONG LAC GOLD MINING COMPANY LIMITED	IFS 9 MN SE 30 83
BIJOU MINES & OILS LIMITED	IFS 9 MN SE 30 83
BITECH ENERGY RESOURCES LIMITED	APPLICATION
BITECH ENERGY RESOURCES LIMITED	EXEMPT FINANCING NOT
BLACK CLIFF MINES LIMITED	IFS 9 MN SE 30 83
BLACK PHOTO CORPORATION LIMITED	CERTIF. OF MAILING

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ISSUER	TITLE
BLYTHWOOD CONSOLIDATED RESOURCES LTD.	ANNUAL REPORT
BLYTHWOOD CONSOLIDATED RESOURCES LTD.	IFS 3 MN JL 31 83
BLYTHWOOD CONSOLIDATED RESOURCES LTD.	SHRHLDRS. MTNG. MAT.
BOMAC BATTEN LIMITED	IFS 9 MN SE 30 83
BONANZA OIL AND GAS LTD.	IFS 9 MN SE 30 83
BONANZA RESOURCES LTD.	PRESS RELEASE
BONANZA RESOURCES LTD.	PRESS RELEASE
BOOTS DRUGS STORES (CANADA) LTD.	T.S.E. MATERIAL
BORDER CHEMICAL COMPANY LIMITED	IFS 9 MN SE 30 83
BOREALIS EXPLORATION LIMITED	IFS 6 MN SE 30 83
BOREALIS EXPLORATION LIMITED	LET. TO SHAREHOLDERS
BRAMINCO MINES LIMITED	IFS 9 MN SE 30 83
BRASCAN LIMITED	CERTIF. OF MAILING
BREAKWATER RESOURCES LTD.	IFS 9 MN JE 30 83
BRENDA MINES LIMITED	CERTIF. OF MAILING
BRIDGEWEST DEVELOPMENT CORPORATION	SHRHLDRS. MTNG. MAT.
BRIDGMAN, JON DALLAS	APPLICATION
BRINCO LIMITED	PRIVATE PLACEMENTS
BRITISH AMERICAN BANK NOTE INC.	DIVIDEND NOTICE
BRITISH COLUMBIA TELEPHONE COMPANY	PRESS RELEASE
BRITISH COLUMBIA TELEPHONE COMPANY	PRESS RELEASE
BRITISH PETROLEUM COMPANY P.L.C.	FORM 6-K
BROOKE BOND INC.	FORM 28-ANN. FILING
BROULAN RESOURCES INC.	PRIVATE PLACEMENTS
BROULAN RESOURCES INC.	CERTIF. OF MAILING
BYTEC-COMTERM INC.	PRESS RELEASE
BYTEC-COMTERM INC.	EXEMPT FINANCING, NOT
CABLESHARE INC.	YEAR END RESULTS END
CAMEL OIL & GAS LTD.	PRESS RELEASE
CAMFLO MINES LTD.	IFS 9 MN SE 30 83
CAMINDEX MINES LIMITED	CERTIF. OF MAILING
CAMPBELL RESOURCES INC.	IFS 3 MN SE 30 83
CAMPBELL RESOURCES INC.	PRESS RELEASE
CAMPBELL RESOURCES INC.	CERTIF. OF MAILING
CAMPBELL RESOURCES INC.	PRESS RELEASE
CAMPBELL SOUP COMPANY LTD.	PRESS RELEASE
CAMPBELL SOUP COMPANY LTD.	PRESS RELEASE
CANADA CEMENT LAFARGE LTD.	PRESS RELEASE
CANADA CEMENT LAFARGE LTD.	MERGER-AMALGAMATION
CANADA CEMENT LAFARGE LTD.	INTERIM REPORT FOR L
CANADA DEVELOPMENT CORPORATION	PRESS RELEASE
CANADA DEVELOPMENT CORPORATION	PRESS RELEASE
CANADA NORTHWEST ENERGY LIMITED	PRESS RELEASE
CANADA NORTHWEST ENERGY LIMITED	PRESS RELEASE
CANADA SAFEWAY LIMITED	IFS 36 WK SE 10 83
CANADA TRUSTCO MORTGAGE COMPANY	T.S.E. MATERIAL
CANADIAN FOREMOST LTD.	PRESS RELEASE
CANADIAN FOUNDATION COMPANY LTD.	IFS 9 MN SE 30 83

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CANADIAN FOUNDATION COMPANY LTD.	PRESS RELEASE
CANADIAN GENERAL ELECTRIC COMPANY	PRESS RELEASE
CANADIAN MANOIR INDUSTRIES LIMITED	PRESS RELEASE
CANADIAN NEWNORTH RESOURCES LIMITED	IFS 9 MN SE 30 83
CANADIAN NEWNORTH RESOURCES LIMITED	LET. TO SHAREHOLDERS
CANADIAN OCCIDENTAL PETROLEUM LTD.	FORM 27-MAT. CHANGE
CANADIAN PACIFIC LIMITED	IFS 9 MN SE 30 83
CANADIAN PACIFIC LIMITED	SPECIAL GENERAL MEET
CANADIAN PACIFIC LIMITED	CHANGE DIRECTORS
CANADIAN PACIFIC LIMITED	PRESS RELEASE
CANADIAN TIRE CORPORATION LIMITED	IFS 39 WK OC 01 83
CANADIAN TIRE CORPORATION LIMITED	CERTIF. OF MAILING
CANADIAN TIRE CORPORATION LIMITED	T.S.E. MATERIAL
CANADIAN TIRE CORPORATION LIMITED	FORM 27-MAT. CHANGE
CANADIAN TIRE CORPORATION LIMITED	PRESS RELEASE
CANADIAN TIRE CORPORATION LIMITED	SHRHLDRS. MTNG. MAT.
CANADIAN TIRE CORPORATION LIMITED	LET. TO SHAREHOLDERS
CANADIAN TIRE CORPORATION LIMITED	T.S.E. MATERIAL
CANADIAN TIRE CORPORATION LIMITED	APPLICATION
CANADIAN TIRE CORPORATION LIMITED	EXEMPT FINANCING NOT
CANADIAN UTILITIES LIMITED	CERTIF. OF MAILING
CANADIAN UTILITIES LIMITED	PARTICIPATION IN DIS
CANADIAN UTILITIES LIMITED	POSITION IN SELLING
CANALANDS RESOURCES CORPORATION	RULING/ORDER/REASONS
CANALANDS RESOURCES CORPORATION	APPLICATION
CANRON INC.	IFS 9 MN SE 30 83
CANRON INC.	PRESS RELEASE
CANWEST FINANCIAL HOLDINGS LIMITED	IFS 9 MN SE 30 83
CANYON MEADOWS	RULING/ORDER/REASONS
CANYON MEADOWS	APPLICATION
CAPITAL CABLE TV LTD.	T.S.E. MATERIAL
CARMA LTD.	PRESS RELEASE
CARMA LTD.	PRESS RELEASE
CARRIAGE SMALL BUSINESS VENTURES	PRELIM. PROSPECTUS
CARTER-BARON DRILLING SERVICES	APPLICATION
CARUSCAN CORPORATION	PRESS RELEASE
CEDAR RIDGE APARTMENT PROJECT	IFS 9 MN SE 30 83
CENTRAL FUND OF CANADA LIMITED	PRESS RELEASE
CENTRAL FUND OF CANADA LIMITED	PRESS RELEASE
CHANCE MINING AND EXPLORATION COMPANY	IFS 9 MN SE 30 83
CHANCELLOR ENERGY RESOURCES INC.	PRESS RELEASE
CHANCELLOR ENERGY RESOURCES INC.	RIGHTS OFFERING
CHARTER OIL COMPANY LIMITED	IFS 9 MN SE 30 83
CHAUVCO RESOURCES LTD.	IFS 9 MN SE 30 83
CHEROKEE RESOURCES LIMITED	IFS 6 MN SE 30 83
CHIEFTAIN DEVELOPMENT CO. LTD.	IFS 9 MN SE 30 83
CHROMASCO LIMITED	IFS 9 MN SE 30 83
CHROMASCO LIMITED	PRESS RELEASE

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Public Documents Filed with the Ontario Securities Commission

ISSUER	TITLE
CHUM LIMITED	ANNUAL REPORT
CHUM LIMITED	SHRHLDRS. MTNG. MAT.
CINEPLEX CORPORATION	THIRD QUARTER FINANC
CINEPLEX CORPORATION	T.S.E. MATERIAL
CINEPLEX CORPORATION	T.S.E. MATERIAL
CINEPLEX CORPORATION	CHANGE DIRECTORS
CINEPLEX CORPORATION	PRESS RELEASE
CINEPLEX CORPORATION	RIGHTS OFFERING
CINEPLEX CORPORATION	RIGHTS OFFERING
CITIES SERVICE COMPANY	10Q 9 MN SE 30 83
CLAREVIEW GARDENS APARTMENT PROJECT	IFS 9 MN SE 30 83
CLAVOS PORCUPINE MINES LIMITED	IFS 9 MN SE 30 83
CME RESOURCES INC.	T.S.E. MATERIAL
COHO RESOURCES LIMITED	IFS 9 MN SE 30 83
COMAPLEX RESOURCES INTERNATIONAL LTD.	IFS 9 MN SE 30 83
COMAPLEX RESOURCES INTERNATIONAL LTD.	IFS 9 MN SE 30 83
COMAPLEX RESOURCES INTERNATIONAL LTD.	PRIVATE PLACEMENTS
COMBINED INTERNATIONAL CORPORATION	IFS 9 MN OC 01 83
COMBINED INTERNATIONAL CORPORATION	PRESS RELEASE
COMINCO LTD.	DIVIDEND NOTICE
COMINCO LTD.	DIVIDEND NOTICE
COMSTATE RESOURCES LTD.	IFS 9 MN SE 30 83
COMSTATE RESOURCES LTD.	IFS 9 MN SE 30 83
COMSTOCK KENO MINES LTD.	IFS 9 MN SE 30 83
CONSOLIDATED COPPER-LODE DEVELOPMENTS	AUD. ANN. FIN. STMT.
CONSOLIDATED COPPER-LODE DEVELOPMENTS	AUD. ANN. FIN. STMT.
CONSOLIDATED COPPER-LODE DEVELOPMENTS	SHRHLDRS. MTNG. MAT.
CONSOLIDATED GRANDVIEW INC.	LET. TO SHAREHOLDERS
CONSOLIDATED LOUANNA GOLD MINES LTD.	RULING/ORDER/REASONS
CONSOLIDATED MONTCLERG MINES LIMITED	IFS 9 MN SE 30 83
CONSOLIDATED MONTCLERG MINES LIMITED	RULING/ORDER/REASONS
CONSOLIDATED MONTCLERG MINES LIMITED	APPLICATION
CONSOLIDATED REXSPAR MINERALS AND	CERTIF. OF MAILING
CONSUMERS DISTRIBUTING COMPANY LIMITED	EXEMPT FINANCING NOT
CONSUMERS' GAS COMPANY LTD., THE	PRESS RELEASE
CONVENTURES LIMITED	IFS 9 MN SE 30 83
CONWEST EXPLORATION COMPANY LIMITED	PRESS RELEASE
CORBY DISTILLERIES LIMITED	CERTIF. OF MAILING
CORE-MARK INTERNATIONAL INC.	PRESS RELEASE
CORE-MARK INTERNATIONAL INC.	T.S.E. MATERIAL
CORE-MARK INTERNATIONAL INC.	PRESS RELEASE
CORE-MARK INTERNATIONAL INC.	PROSPECTUS
CORPORATION FALCONBRIDGE COPPER	PRESS RELEASE
CORRIDA OILS LTD.	PRESS RELEASE
COSEKA RESOURCES LIMITED	PRESS RELEASE
COSEKA RESOURCES LIMITED	PRESS RELEASE
COSEKA RESOURCES LIMITED	PRIVATE PLACEMENTS
COSTAIN LIMITED	DIVIDEND NOTICE

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ISSUER	TITLE
COSTAIN LIMITED	T.S.E. MATERIAL
COSTAIN LIMITED	CERTIF. OF MAILING
COURVAN MINING CO. LTD.	AUD. ANN. FIN. STMT
COURVAN MINING CO. LTD.	CERTIF. OF MAILING
COURVAN MINING CO. LTD.	SHRHLDRS. MTNG. MAT.
CROWN FOREST INDUSTRIES LIMITED	CERTIF. OF MAILING
CROWN ZELLERBACH CANADA LIMITED	IFS 9 MN SE 30 83
CTG. INC.	IFS 9 MN SE 30 83
CUVIER MINES INC.	IFS 9 MN SE 30 83
CUVIER MINES INC.	T.S.E. MATERIAL
CUVIER MINES INC.	T.S.E. MATERIAL
D.H. HOWDEN & CO. LIMITED	CERTIF. OF MAILING
DAON CENTRE LIMITED PARTNERSHIP	ANNUAL REPORT
DART & KRAFT INC.	IFS 9 MN SE 30 83
DASHER RESOURCES LTD.	IFS 9 MN SE 30 83
DAVENPORT (THE)	RULING/ORDER/REASONS
DAVENPORT (THE)	APPLICATION
DEJOUR MINES LIMITED	IFS 9 MN SE 30 83
DELPHAX PRINTING SYSTEMS LIMITED	RULING ORDER REASONS
DELPHAX PRINTING SYSTEMS LIMITED	APPLICATION
DENISON MINES LTD.	DIVIDEND NOTICE
DERLAK RED LAKE GOLD MINES. LIMITED	IFS 9 MN SE 30 83
DESJARDINS SPEC FUND	RULING/ORDER/REASONS
DESJARDINS SPEC FUND	APPLICATION
DFA INVESTMENT DIMENSIONS GROUP INC.	PRIVATE PLACEMENTS
DICKENSON MINES LIMITED	PRESS RELEASE
DIGITECH LTD.	ANNUAL REPORT
DIGITECH LTD.	IFS 3 MN SE 30 83
DIGITECH LTD.	SHRHLDRS. MTNG. MAT.
DIGITECH LTD.	SHRHLDRS. MTNG. MAT.
DINING ROOM COMPANY. THE	PRIVATE PLACEMENTS
DOFASCO INC.	PRESS RELEASE
DOFASCO INC.	EXEMPT FINANCING NOT
DOFASCO INC.	EXEMPT FINANCING NOT
DOFASCO INC.	PRESS RELEASE
DOFASCO INC.	DIVIDEND NOTICE
DOFASCO INC.	EXEMPT FINANCING NOT
DOFASCO INC.	EXEMPT FINANCING NOT
DOFASCO INC.	EXEMPT FINANCING NOT
DOFASCO INC.	EXEMPT FINANCING NOT
DOFASCO INC.	EXEMPT FINANCING NOT
DOFASCO INC.	EXEMPT FINANCING NOT
DOFASCO INC.	EXEMPT FINANCING NOT
DOMINE MINES LIMITED	PRESS RELEASE
DOMINE MINES LIMITED	PRESS RELEASE
DOMINE MINES LIMITED	PRIVATE PLACEMENTS
DOMINE PETROLEUM LIMITED	FORM 27-MAT. CHANGE
DOMINION-SCOTTISH INVESTMENTS LTD.	CERTIF. OF MAILING

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ISSUER	TITLE
DOMTAR INC.	PRESS RELEASE
DOMTAR INC.	EXEMPT FINANCING NOT
DORSET RESOURCES LTD.	PRESS RELEASE
DRABINSKY, GARTH	RULING ORDER REASONS
DRG INC.	IFS 9 MN SE 30 83
DRG INC.	CERTIF. OF MAILING
DUNCAN GOLD RESOURCES INC.	APPLICATION
DUNRAINE MINES LTD.	PRESS RELEASE
DUPONT CANADA INC.	PRESS RELEASE
EAST COAST ENERGY LTD.	EXEMPT FINANCING NOT
ECHO BAY MINES LTD.	IFS 9 MN SE 30 83
ECHO BAY MINES LTD.	PRESS RELEASE
ECHO BAY MINES LTD.	PRESS RELEASE
EGO RESOURCES LIMITED	IFS 9 MN SE 30 83
EL PASO COMPANY	10Q 9 MN SE 30 83
EL PASO NATURAL GAS CO.	10Q 9 MN SE 30 83
EMBASSY RESOURCES LTD.	IFS 9 MN SE 30 83
EMBASSY RESOURCES LTD.	PRESS RELEASE
EMCO LIMITED	PRESS RELEASE
EMPIRE COMPANY LIMITED	T.S.E. MATERIAL
ENERGY & PRECIOUS METALS INC.	IFS 9 MN SE 30 83
EPPING RESOURCES LTD.	IFS 9 MN SE 30 83
EQUICAN VENTURES INC.	AUD. ANN. FIN. STMT.
EQUICAN VENTURES INC.	SHRHLDRS. MTNG. MAT.
ERAMOSA TECHNOLOGY CORPORATION	IFS 9 MN SE 30 83
ERRINGTON GOLD EXPLORATION LTD.	APPENDICES TO PRO.
ESPLANADE CENTRE LIMITED PARTNERSHIP	IFS 9 MN SE 30 83
EXXETER RESOURCES CORP.	IFS 9 MN SE 30 83
FALCONBRIDGE LIMITED	PRESS RELEASE
FEDERAL INDUSTRIES LIMITED	IFS 9 MN SE 30 83
FEDERAL INDUSTRIES LIMITED	PRESS RELEASE
FIBERGLAS CANADA INC.	IFS 9 MN SE 30 83
FIRAN CORPORATION	T.S.E. MATERIAL
FIRST CALGARY PETROLEUMS LTD.	PRESS RELEASE
FIRST CITY FINANCIAL CORPORATION LTD.	IFS 9 MN SE 30 83
FIRST CITY TRUST COMPANY	IFS 9 MN SE 30 83
FISCON INVESTMENT FUND	REPORT TO UNITHOLDER
FISCON INVESTMENT FUND	PROSPECTUS
FOLLANSBEE RED LAKE GOLD MINES LIMITED	IFS 9 MN SE 30 83
G & B AUTOMATED EQUIPMENT LIMITED	IFS 9 MN SE 30 83
G & B AUTOMATED EQUIPMENT LIMITED	PRESS RELEASE
G & B AUTOMATED EQUIPMENT LIMITED	PRESS RELEASE
GALAXY MINERALS, INC.	PRESS RELEASE
GANE ENERGY 1983 PROGRAM	PRIVATE PLACEMENTS
GEDDES RESOURCES LIMITED	EXEMPT FINANCING NOT
GENELCAN LTD.	IFS 9 MN SE 30 83
GENERAL AMERICAN PROPERTIES INC.	IFS 9 MN SE 30 83
GENERAL AMERICAN PROPERTIES INC.	CERTIF. OF MAILING

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ISSUER	TITLE
GENERAL AMERICAN PROPERTIES INC.	SHRHLDRS. MTNG. MAT.
GENERAL AMERICAN PROPERTIES INC.	SHRHLDRS. MTNG. MAT.
GENERAL AMERICAN PROPERTIES INC.	PRESS RELEASE
GENERAL AMERICAN PROPERTIES INC.	FORM 27-MAT. CHANGE
GENSTAR CORPORATION	IFS 9 MN SE 30 83
GEOCRUDE ENERGY INC.	IFS 9 MN SE 30 83
GEOCRUDE ENERGY INC.	T.S.E. MATERIAL
GEOCRUDE ENERGY INC.	PRESS RELEASE
GEOVEX PETROLEUM CORP.	IFS 9 MN SE 30 83
GLENAYRE ELECTRONICS LTD.	SHRHLDRS. MTNG. MAT.
GLENCAIR RESOURCES INC.	IFS 3 MN JE 30 83
GODERICH ELEVATORS LIMITED	IFS 6 MN SE 30 83
GODERICH ELEVATORS LIMITED	PRIVATE PLACEMENTS
GOLDCORP INVESTMENTS LIMITED	T.S.E. MATERIAL
GOLDEN HARKER EXPLORATIONS LIMITED	IFS 9 MN SE 30 83
GOLDEN SHADOW RESOURCES INC.	IFS 9 MN SE 30 83
GOLDEN TERRACE RESOURCES CORPORATION	PRELIM. PROSPECTUS
GOLDEN TRANSIT RESOURCES INC.	PROSPECTUS
GOLDEN TRANSIT RESOURCES INC.	APPENDICES TO PRO.
GOLDLUND MINES LIMITED	ANNUAL REPORT
GOLDLUND MINES LIMITED	CERTIF. OF MAILING
GOLDLUND MINES LIMITED	SHRHLDRS. MTNG. MAT.
GRAND SAGUENAY MINES & MINERALS LIMITED	EXEMPT FINANCING NOT
GRAND SAGUENAY MINES & MINERALS LIMITED	PROSPECTUS
GRAND SAGUENAY MINES & MINERALS LIMITED	APPENDICES TO PRO.
GRANDMA LEE'S INC.	RULING ORDER REASONS
GRANDMA LEE'S INC.	PRIVATE PLACEMENTS
GRANDMA LEE'S INC.	DEBT PLAN
GREAT WEST STEEL INDUSTRIES LTD.	IFS 9 MN SE 30 83
GREYHOUND COMPUTER OF CANADA LTD.	IFS 9 MN SE 30 83
GUARDIAN CAPITAL GROUP LIMITED	IFS 9 MN SE 30 83
GUARDIAN CAPITAL GROUP LIMITED	CERTIF. OF MAILING
GUARDIAN-MORTON SHULMAN PRECIOUS METALS	T.S.E. MATERIAL
GUARDIAN-MORTON SHULMAN PRECIOUS METALS	PRESS RELEASE
GULF & WESTERN INDUSTRIES. INC.	DIVIDEND NOTICE
GULF OIL CORPORATION	SHRHLDRS. MTNG. MAT.
GULF OIL CORPORATION	PROXY STATEMENT/PROS
H. PAULIN & CO.. LIMITED	PRESS RELEASE
H. PAULIN & CO.. LIMITED	PRESS RELEASE
HALEY INDUSTRIES LIMITED	PRESS RELEASE
HALLIBURTON COMPANY	PRESS RELEASE
HAMILTON GROUP LIMITED. THE	EXEMPT FINANCING NOT
HAMMERSON PROPERTY INVEST & DEVELOP.	PRESS RELEASE
HARBOUR PETROLEUM COMPANY LTD.	IFS 9 MN SE 30 83
HARRIS STEEL GROUP INC.	DIVIDEND NOTICE
HARRY TRACY--DESPERADO	FORM 28-ANN. FILING
HAWKER SIDDELEY CANADA INC.	IFS 9 MN SE 30 83
HAWKER SIDDELEY CANADA INC.	CERTIF. OF MAILING

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ISSUER	TITLE
HEADWAY PROP. INV. 78-1	IFS 9 MN SE 30 83
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HIRAM WALKER RESOURCES LTD.	FOURTH QUARTER REPOR
HIRAM WALKER RESOURCES LTD.	PRESS RELEASE
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HUMLIN RED LAKE MINES LIMITED	IFS 6 MN SE 30 83
HUNTER DOUGLAS CANADA LIMITED	PRESS RELEASE
HUTTON COMMODITY RESERVE FUND LTD.	10Q 9 MN SE 30 83
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IMASCO LIMITED	PRESS RELEASE
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IMASCO LIMITED	T.S.E. MATERIAL
IMPERIAL OIL LIMITED	PRESS RELEASE
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INCA RESOURCES INC.	PRESS RELEASE
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INDEPENDENT MINING CORPORATION LIMITED	IFS 9 MN SE 30 83
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INTERNATIONAL THOMSON ORGANISATION	IFS 9 MN SE 30 83
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INVERNESS PETROLEUM LTD.	IFS 3 MN SE 30 83
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INVESTORS GROWTH FUND OF CANADA LTD.	ANNUAL REPORT
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MAGNA INTERNATIONAL INC.	CERTIF. OF MAILING
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MAHER INC.	CERTIF. OF MAILING
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MITEL CORPORATION	T.S.E. MATERIAL

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MOUNT KENO MINES LIMITED	IFS 9 MN SE 30 83
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NELMA INFORMATION INC.	RULING ORDER REASONS
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OSISKO LAKE MINES LIMITED	IFS 9 MN SE 30 83
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PAGURIAN CORPORATION LIMITED, THE	CERTIF. OF MAILING
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PETRO-SUN INTERNATIONAL INC.	PRIVATE PLACEMENTS
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SPAR AEROSPACE LIMITED	EXEMPT FINANCING NOT
SPAR AEROSPACE LIMITED	EXEMPT FINANCING NOT
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UNIVERSAL FUELS COMPANY	SHRHLDRS. MTNG. MAT.
UNIVERSAL SAVINGS JAPAN FUND	PROSPECTUS
UNIVERSAL SAVINGS JAPAN FUND	APPENDICES TO PRO.
UTILITIES & FUNDING CORPORATION LIMITED	SHRHLDRS. MTNG. MAT.
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VAN DER HOUT ASSOCIATES LIMITED	10Q 9 MN SE 30 83
VICTORIA AND GREY TRUST COMPANY	PROSPECTUS
VILLACENTRES LIMITED	IFS 9 MN SE 30 83
WABIGOON RESOURCES LIMITED	SHARE ISSUE
WAINOCO OIL CORPORATION	IFS 9 MN SE 30 83

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Public Documents Filed with the Ontario Securities Commission

<u>ISSUER</u>	<u>TITLE</u>
WALWYN INC.	PRIVATE PLACEMENTS
WARRINGTON INC.	T.S.E. MATERIAL
WATERFORD HOUSE	AMENDMENT TO PRO.
WESTAR MINING LTD.	T.S.E. MATERIAL
WESTGROWTH PETROLEUMS LTD.	IFS 9 MN SE 30 83
WESTGROWTH PETROLEUMS LTD.	LET. TO SHAREHOLDERS
WESTHAMPTON COURT	PROSPECTUS
WESTMIN RESOURCES LIMITED	IFS 9 MN SE 30 83
WHIM CREEK CONSOLIDATED N.L.	EXEMPT FINANCING NOT
WHITE PASS & YUKON CORPORATION LIMITED	IFS 9 MN SE 30 83
WILCO MINING COMPANY LIMITED	IFS 9 MN SE 30 83
WITCO CHEMICAL CORPORATION	10Q 9 MN SE 30 83
WOOD-CROESUS GOLD MINES LIMITED	IFS 9 MN SE 30 83
WRIGHT ENERGY CORPORATION	APPLICATION
YELLOWKNIFE BEAR RESOURCES INC.	T.S.E. MATERIAL
YORBEAU MINES INC.	PRESS RELEASE
YOUNG-DAVIDSON MINES LIMITED	IFS 9 MN SE 30 83

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CHAPTER 11

NEW ISSUE AND SECONDARY FINANCING

11.1 FINAL RECEIPTS - PROSPECTUSES

11.1.1 FEDERAL INDUSTRIES LTD.

Federal Industries Ltd.

Final receipt issued November 30, 1983 for a final prospectus dated November 30, 1983 qualifying for sale 1,600,000 cumulative redeemable convertible class II preferred shares, series B at \$25.00 per share to net the Corporation an aggregate of \$38,440,000 before expenses.

Underwriters: Wood Gundy Limited
Pitfield Mackay Ross Limited
Richardson Greenshields of Canada Limited

11.1.2 INVESTORS GROWTH FUND OF CANADA LTD.

Investors Growth Fund of Canada Ltd.

Final receipt issued December 2, 1983 for a prospectus dated November 30, 1983 qualifying mutual fund shares offered at net asset value.

A summary statement was filed concurrently with the prospectus.

Distributor: Investors Syndicate Limited

11.1.3 THE MYW ONE FUND

The MYW One Fund

A final receipt was issued on November 23, 1983 for a prospectus dated November 18, 1983 offering for sale units of undivided interest in the Fund, with a minimum initial investment of \$1,000.

Promoter, Manager and Distributor: McLeod Young Weir Limited

11.1.4 OAKWOOD PETROLEUMS LTD.

Oakwood Petroleum Ltd.

Receipt issued December 5, 1983 for final prospectus dated December 5, 1983 qualifying 1,500,000 class "A" non-voting shares accompanied by 750,000 class "A" non-voting share purchase warrants. To be offered in units consisting of one class "A" non-voting share and one-half class "A" non-voting share purchase warrant at a price of \$8.75 per unit to net the Company \$12,337,500.

Underwriters: Nesbitt Thomson Bongard Inc.
Burns Fry Limited
Merrill Lynch Canada Inc.

11.1.5 PACIFIC WESTERN AIRLINES CORPORATION

Pacific Western Airlines Corporation

A final receipt was issued on December 5, 1983 for a prospectus dated December 2, 1983 qualifying for distribution 10,000,000 common shares, plus 500,000 common shares to be issued to employees, all at \$10.75 per share. Of the 10,000,000 shares, 6,300,000 shares are being sold by the Company to net the Company \$64,169,437 before deducting the expenses of the issue. 3,700,000 shares are being sold by the Province of Alberta and none of the proceeds of sale of these shares will accrue to the Company.

Underwriters: Wood Gundy Limited
Pemberton Houston Willoughby Incorporated
Dominion Securities Ames Limited
McLeod Young Weir Limited

11.1.6 TRILLIUM TELEPHONE SYSTEMS INC.

Trillium Telephone Systems Inc.

Final receipt issued November 29, 1983 for prospectus dated November 29, 1983 offering 1,200,000 special shares at \$10.50 per share to net the treasury of the Company an aggregate of \$11,781,000. The special shares have rights with respect to voting, dividends and on dissolution equivalent to those of the common shares of Trillium Telephone Systems Inc. ("Trillium" or the "Company"). Each special share will be converted into one common share of the Company on December 31, 1985 unless prior to that date the Company issues a notice of redemption of special shares. Each special share may be exchanged by the holder after November 9, 1985 and on or before November 15, 1985 for that number of common shares of Mitel Corporation ("Mitel Common Shares") equal to \$10.50 divided by the market price (as defined) of Mitel Common Shares on November 9, 1985. The exchange privilege will terminate if the price of the special shares exceeds \$15.75 for 20 consecutive trading days at any time after May 1, 1985 and prior to October 11, 1985. If holders of not less than 66 2/3% of the special shares elect to exercise the exchange privilege, Trillium may redeem all outstanding special and apply the proceeds of redemption to purchase Mitel Common Shares for delivery to holders of special shares thereby redeemed. Reference is made to "Description of Share Capital".

Underwriter: Burns Fry Limited

11.1.7 AGF HITECH FUND LIMITED

AGF HiTech Fund Limited

Final receipt issued December 6, 1983 for a prospectus dated November 30, 1983 qualifying mutual fund shares at net asset value.

Distributor: AGF Management Limited and registered dealers and brokers

11.1.8 ALBANY-CHARTER 83/84 ENERGY PROGRAM

Albany-Charter 83/84 Energy Program

Final receipt issued December 5, 1983 for a prospectus dated December 1, 1983 offering a minimum of 2,000 and a maximum of 6,000 partnership units at \$1,000 per unit, with a minimum subscription of 5 units, to net the partnership a minimum of \$1,840,000 and a maximum of \$5,520,000 before deducting expenses of the issue.

Agent: Bell Gouinlock Limited

Promoters: Alchar Control Ltd.
Albany Oil & Gas Limited
Charter Oil Company Limited

11.1.9 CTG, INC.

CTG, INC.

Final receipt issued December 8, 1983 for a prospectus dated December 8, 1983 offering 1,100,000 units (each consisting of one common share and one-half of a common share purchase warrant) at \$10.00 per unit to net the treasury of the Company an aggregate of \$10,076,514.

Underwriter: Good Gundy Limited
Walwyn Stodgell Cochran Murray Limited

11.2 FINAL RECEIPT - SHORT FORM PROSPECTUS

11.2.1 ALGOMA STEEL CORPORATION, LIMITED

Algoma Steel Corporation, Limited

Receipt issued December 2, 1983 for final short form prospectus dated December 1, 1983 qualifying \$2.00 cumulative redeemable convertible class B preferred shares series I to be offered at \$25.00 to net the Company \$91,532,500. The shares will yield 8% per annum.

Underwriters: Wood Gundy Limited
Richardson Greenshields of Canada Limited
Burns Fry Limited

11.3 RIGHTS OFFERING ACCEPTED

11.3.1 SILVERADO WINEGROWERS LIMITED

Silverado Winegrowers Limited

Material acceptable to the Commission has been delivered to the Commission in respect of a proposed offering by Silverado Winegrowers Limited to its unitholders to purchase up to 220 units of limited partnership interest, on the basis of two rights and a subscription price of \$1.500 per unit.

11.4 ANNUAL INFORMATION FORM ACCEPTED

11.4.1 FALCONBRIDGE LIMITED

Falconbridge Limited

A first annual information form dated November 22, 1983 has been accepted by the Commission.

11.5 PRELIMINARY PROSPECTUSES WITHDRAWN

11.5.1 CANADA DEVELOPMENT CORPORATION

Canada Development Corporation

The preliminary prospectus dated November 1, 1983 was withdrawn on November 30, 1983.

11.5.2 COOPERATIVE ENERGY DEVELOPMENT CORPORATION

Cooperative Energy Development Corporation

The preliminary prospectus filed September 23, 1983 has been withdrawn.

11.6 PRELIMINARY PROSPECTUS CLOSED

11.6.1 ONTARIO MUTUAL GENERAL INSURANCE COMPANY

Ontario Mutual General Insurance Company

The preliminary prospectus dated April 29, 1983 filed by Ontario Mutual General Insurance Company has been closed pursuant to sec. 27(1)2 of the Regulation under the Securities Act (Ontario).

11.7 PRELIMINARY PROSPECTUSES RECEIVED

11.7.1 CAMBRIDGE SHOPPING CENTRES LIMITED

November 30, 1983

Cambridge Shopping Centres Limited

National Issue - Ontario

Offering of * units, each unit consisting of one common share and * common share purchase warrant at a price of \$ * per unit.

Underwriters: Burns Fry Limited
McLeod Young Weir Limited

11.7.2 DUBENSKI GOLD MINES LIMITED

December 2, 1983

Dubenski Gold Mines Limited

A "shelf" prospectus has been filed by the above-noted company.

11.7.3 THE OPIMIAN CALIFORNIA VINEYARDS CORPORATION

The Opimian Vineyards Corporation

National Issue - Ontario

Offering an additional issue of \$ * common shares at a price of \$ * per common share.

Agents: Walwyn Stodgell Cochran Murray Limited
McConnell & Company Limited

11.7.4 PAR/MOR III

Par/Mor III

National Issue - Alberta

Offering 7,000,000 mortgage units at \$1 per mortgage unit.

Agent: Imperial Securities Ltd.

11.7.5 SONORA GOLD CORP.

Sonora Gold Corp.

National Issue - Ontario

Offering \$ *, * common shares at a price of \$ * per share.

Agent: Bell Gouinlock Limited

11.7.6 MULTIVEST

December 5, 1983

Multivest

Offering of mutual fund units in five separate funds at the net asset value per unit.

Distributor: The units offered by this prospectus may only be purchased by investment counselling clients of Standard Capital Management Corp.

11.8 PRELIMINARY SHORT FORM PROSPECTUSES RECEIVED

11.8.1 MACMILLAN BLOEDEL LIMITED

December 1, 1983

MacMillan Bloedel Limited

National Issue - B. C.

Offering \$ * (* shares) \$ * class B retractable preferred shares, series 6
(cumulative and redeemable) at a price of \$ * per share to yield * % per annum.

Underwriters: Wood Gundy Limited
McLeod Young Weir Limited

11.8.2 MITEL CORPORATION

Mitel Corporation

National Issue - Ontario

Offering \$ * (* shares) \$ * cumulative redeemable convertible preferred shares.
1983 R & D series at a price of \$ * per share.

Underwriters: Burns Fry Limited
Wood Gundy Limited

CHAPTER 12
REGISTRATIONS

12.1 REGISTRATIONS
12.1.1 SECURITIES

REGISTRATIONS
SECURITIES

INVESTMENT COUNSEL and as PORTFOLIO MANAGER

Jones Heward Management Limited
26 Wellington Street East.
Toronto, Ontario.
M5E 1S2
(effective November 23, 1983)
New Registration

BROKER

Connor, Clark & Company Ltd.,
20 Queen Street West,
Suite 2812.
P. O. Box 43.
Toronto, Ontario.
M5H 3R3.
(effective December 2, 1983)
Change in category from Broker (Introductory Broker)

12.2 TERMINATIONS

12.2.1 SECURITIES

TERMINATIONS
SECURITIES

EXEMPT PURCHASER

Guardian Enterprise Fund of Canada.
48 Yonge Street.
Suite 500.
Toronto, Ontario.
M5E 1H3
(effective November 17, 1983)
Lapsed

BROKER (INTRODUCTORY BROKER)

Connor, Clark & Company Ltd..
20 Queen Street West,
Suite 2812.
P. O. Box 43.
Toronto, Ontario.
M5H 3R3.
(effective December 2, 1983)
Change in category to Broker

SECURITY ISSUERS

Kanata Genesis Fund Ltd.,
Suite 201,
4019 Carling Ave.,
Kanata, Ontario,
K2K 2A3.
(effective November 30, 1983)
Lapsed

Nutaaq R & D Investments Limited Partnership,
294 Albert Street,
4th Floor,
Ottawa, Ontario,
K1P 6E6.
(effective November 19, 1983)
Lapsed

Nutaaq Software Inc.,
294 Albert Street,
4th Floor,
Ottawa, Ontario,
K1P 6E6.
(effective November 19, 1983)
Lapsed

12.3 REGISTRATIONS

12.3.1 COMMODITIES

REGISTRATIONS
COMMODITIES

COMMODITY TRADING MANAGER

KCF Management Company
70 Clipper Road.
Suite 1003.
Willowdale. Ontario.
M2J 4E3.
(effective November 17. 1983)
New Registration

COMMODITY TRADING ADVISOR (NON-RESIDENT)

Professional Farmers of America. Inc.
219 Parkade.
Cedar Falls. Iowa.
50613
(effective November 17. 1983)
New Registration

CHAPTER 25
OTHER INFORMATION (NIL)

THERE IS NO MATERIAL FOR THIS CHAPTER
IN THIS ISSUE

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Act of Ontario (R.S.O. 1980, c. 78).

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DECEMBER 16, 1983

THE ONTARIO SECURITIES COMMISSION
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CHAPTER 1

NOTICES/PRESS RELEASES

1.1 AMENDMENT TO OSC POLICY STATEMENT 9.3C/RECOGNITION OF TSE

On June 6, 1981 the Commission issued a notice (the "Notice") in response to its concern about purchases of an offeror's stock made by the dealer-manager for the offeror during the course of a securities exchange take-over bid. That Notice stated, in substance, that the Commission views it as inappropriate for any party on behalf of an offeror or in support of the offerors' bid to make purchases in the market in the guise of market "support", market "maintenance" or market "stabilization" which have the effect of keeping those market prices at levels higher than would have been the case in the absence of such purchases. The Notice now appears as OSC Policy Statement 9.3C.

Shortly after issuing the Notice the Commission asked The Toronto Stock Exchange to study the matter. In June of 1982 the Exchange issued a report entitled "Security Exchange Take-Over Bids: Market Balancing and Market Stabilization" (the "Report"). The Report recommended a prohibition on purchases of the offered security made for the purpose of preventing or retarding a decline in its market price. However, the report went on to recommend that a dealer-manager for an offeror be allowed, within certain limitations, to make market balancing transactions in the offered security so as to assist the responsible registered trader in maintaining a fair and orderly market. The Report also recommended that Form 31 (Take-Over Bid Circular) be amended to provide for disclosure of information relating to trading in the shares of the offeror prior to the bid and any proposed market balancing activity during the course of the bid.

In response to the Report, the Commission is revising section C of OSC Policy Statement 9.3 and recognizing The Toronto Stock Exchange for the purpose of the Policy Statement. The Policy section of this Bulletin sets out the amended OSC Policy Statement 9.3C. The following is the text of a Notice to Members of the Exchange setting out its "Policy Statement: Market Balancing in a Securities Exchange Take-Over Bid".

* * * * *

Policy StatementMarket Balancing in a Securities Exchange Take-Over Bid

Introduction

In June of 1982 The Toronto Stock Exchange issued a report entitled "Security Exchange Take-Over Bids: Market Balancing and Market Stabilization" (the "Report") in response to concern about purchases of an offeror's stock made by an Exchange member during the course of a securities exchange take-over bid in the preceding year.

In the Report, the Exchange recommended that a member firm acting as a dealer-manager for a securities exchange take-over bid not be allowed to "support", "stabilize" or "maintain" the market in the offered security at any price by purchasing the offered security for the purpose of preventing or retarding a decline in its market price.

However, the Exchange was concerned that listed securities trade in a fair and orderly fashion. In certain situations, such as a securities exchange take-over bid, securities come under unusual pressures that tend to create illiquidity and disorder. In the Report, the Exchange recommended that, where the offered security is listed, a dealer-manager be allowed, within carefully prescribed limits, to make market balancing transactions in the offered security so as to assist the responsible registered trader in maintaining a fair and orderly market. Market balancing transactions are defined as bids, purchases, offers and sales which contribute to a fair and orderly market.

The Ontario Securities Commission recognizes that the market may require assistance in order to minimize the price disparities caused by temporary supply-demand imbalances. The Commission determined that, while market stabilization was to be prohibited in the context of a securities exchange take-over bid, market balancing by a member of a recognized stock exchange would be permitted where it was done in accordance with the by-laws, rules or policies of such stock exchange. The following sets out the policy of the Exchange in relation to market balancing effective on publication of this Policy Statement.

The Commission has recognized the Exchange for the purpose of OSC Policy Statement 9.3.

POLICY

- (1) Application - This policy applies to restricted persons during the period from the first public announcement of a securities exchange take-over bid until the termination of the period during which securities may be deposited under such bid, including any extension thereof.
- (2) Prohibited Bids and Purchases - Except for market balancing transactions made in accordance with this Policy Statement and unsolicited client orders, a restricted person shall not bid for or purchase the offered securities during the period referred to in section (1). For the purpose of this Policy Statement unsolicited client orders do not include orders on behalf of the offeror, insiders of the offeror, associates of insiders, or associates and affiliates of the offeror.
- (3) Market Balancing Transactions - The Exchange may request that a dealer-manager make market balancing transactions in the offered security on one or both sides of the market.

- (4) Restrictions on Market Balancing Transactions - A dealer-manager may not purchase at a price level during a trading session more than the number of board lots of the offered security as is determined by the Exchange as being appropriate for the offered security in view of the size of the public float, number of shareholders, etc. A dealer-manager may not bid for or purchase the offered security at a price above the price of the last trade of a board lot of the offered security, or at the last trade price unless the last trade price is below the last preceding different-priced trade of a board lot of the offered security. A restricted person may sell the offered security in an orderly fashion.
- (5) Notice to Exchange - A dealer-manager must notify the Exchange of an intention to make market balancing transactions prior to the first such transaction and may not make the initial bid, purchase, offer or sale without the prior consent of the Exchange. Where a significant change occurs in the information contained in a security exchange take-over bid circular or where a security exchange take-over bid is varied by a change in any of its terms, the dealer-manager must notify the Exchange and obtain its consent prior to making any market balancing transactions subsequent to the occurrence of such change or variation.
- (6) Definitions - For the purposes of this Policy Statement,
"dealer-manager" means a member who has been appointed dealer-manager by an offeror making a security exchange take-over bid and includes a member who has been appointed co-manager;
"market balancing transaction" means a bid, purchase, offer or sale which contributes to a fair and orderly market in terms of price continuity, reasonable depth and minimal temporary disparity between supply and demand;
"offered security" means the security offered in a securities exchange take-over bid;
"related company" has the meaning attributed to it in section 6.01 of the General By-law;
"restricted person" means (i) a member who is a dealer-manager, (ii) the partners in, and non-public shareholders, directors, officers and employees of such member, (iii) any related company of such member, (iv) the partners in, and non-public shareholders, directors, officers and employees of each such related company; and
"securities exchange take-over bid" means a take-over bid where the consideration for the securities of the offeree company is to be, in whole or in part, securities already listed on the Exchange.

Members who have questions concerning this Policy Statement should contact John Kolosky, Director of Market Operations at 947-4565.

1.2 PRESS RELEASES

1.2.1 TREND CAPITAL SERVICES INC.

TREND CAPITAL SERVICES INC.

December 12, 1983.

The Ontario Securities Commission has announced that the hearing dealing with the suitability for registration under the Securities Act of Trend Capital Services Inc., a securities dealer, and Albert Allison, the President, principal shareholder and a director of Trend Capital, has been rescheduled on consent to January 11, 1984. Mr. Allison's agreement to play no part whatsoever in the business of Trend Capital, and the suspension of Mr. Allison's registration under the Act, will continue until completion of the hearing.

1.2.2 CARRIAGE HOUSE II

The Ontario Securities Commission today announced that it would hold a hearing at 2:15 p.m. on Monday, December 18, 1983 at the offices of the Commission, 18th Floor, 20 Queen Street West, Toronto to consider an application made by Imperial Securities Ltd. under section 73 of the Securities Act.

Imperial Securities Ltd. has agreed to sell, as agent for Tapsborough Realty Inc., units of a multiple unit residential building known as Carriage House II. Individual units to be sold in Ontario will have an aggregate acquisition cost to the purchaser, calculated on a present value basis, of less than \$97,000.

The applicant is seeking a ruling that the sale of such units is not subject to the prospectus requirements of the Securities Act.

Any party to the proceedings may be represented by counsel of his choice at the hearing if such party attends or submits evidence at the hearing. If any party fails to attend the hearing, the hearing may proceed in his absence and such party is not entitled to any further notice in the proceedings.

CHAPTER 2
DECISIONS, ORDERS AND RULINGS

2.1 PETRO-CANADA PRODUCTS INC.

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF PETRO-CANADA PRODUCTS INC.

ORDER
(Section 79(b)(iii))

UPON the application, received and perfected September 21, 1983, of PETRO-CANADA PRODUCTS INC. (the "Issuer"), a corporation amalgamated under the laws of Canada, to the Ontario Securities Commission (the "Commission") for an Order pursuant to section 79(b)(iii) of the Securities Act, R.S.O. 1980, c.466, (the "Act") and Commission Policy 2.6 exempting the Issuer from the requirements of section 76 of the Act;

AND UPON being satisfied that to do so would not be prejudicial to the public interest and that in the circumstances of this particular case there is adequate justification for so doing;

IT IS ORDERED pursuant to section 79(b)(iii) of the Act that the Issuer be and it is hereby exempted from filing interim financial statements with the Commission for the periods ending September 30, 1983, March 31, 1984 and September 30, 1984;

AND IT IS FURTHER ORDERED that this exemption shall terminate thirty days after the occurrence of a material change in the Issuer's affairs unless the Issuer satisfies the Commission that such exemption should continue.

December 5th, 1983.

"J. W. Blain"

"R. J. Kane"

2.2 BONNYCASTLE MANAGEMENT LIMITED

Headnote

Section 73 - Regulation 133(b) - applicant allowed to renew registration as adviser notwithstanding that 25% shareholder became non-resident for temporary work in the United States.

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF BONNYCASTLE MANAGEMENT LIMITED

RULING
(Section 73)

UPON the application of Bonnycastle Management Limited (the "Applicant") to the Ontario Securities Commission (the "Commission") for a ruling pursuant to subsection 73(1) of the Securities Act, R.S.O. 1980, c. 466 (the "Act") that section 24 of the Act does not apply to the Applicant to the extent that it may obtain renewal of its registration under the Act notwithstanding that it is not in compliance with certain of the requirements of the Regulation made pursuant to the Act (the "Regulation");

AND UPON the Applicant representing to the Commission that:

1. The Applicant was incorporated under the Canada Business Corporations Act and holds registration under the Act as an adviser in the categories of portfolio manager and investment counsel ("Registration");
2. Peter S. Mackechnie ("Mackechnie"), a Canadian citizen, owns 25% of the issued and outstanding common shares of the Applicant;
3. Since April 1983 Mackechnie has been a non-resident of Canada, working in the United States under a temporary work permit;
4. The balance of the outstanding common shares of the Applicant are owned by residents of Canada;
5. Because Mackechnie is a non-resident, the Applicant is not in compliance with clause 133(b) of the Regulation;

AND UPON the Commission being satisfied that to make this ruling would not be prejudicial to the public interest;

IT IS RULED that the Applicant is not subject to section 24 of the Act to the extent that it may obtain renewal of its Registration notwithstanding its non-compliance with clause 133(b) of the Regulation, on the condition that Mackechnie

- a) remains a Canadian citizen; and
- b) does not remain in the United States beyond the three-year period specified in his temporary work permit.

December 2nd, 1983.

"Peter J. Dey"

"Keith E. Boast"

Headnote

Section 99(e) - Take-over Bid - Exemption. Internal reorganization of non-reporting issuer with minimal number of shareholders in Ontario. Complete exemption granted.

2.3 MINAS BASIN PULP/POWER COMPANY/MINAS BASIN HOLDINGS LIMITED

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF MINAS BASIN PULP AND
POWER COMPANY LIMITED

AND

IN THE MATTER OF MINAS BASIN HOLDINGS LIMITED

ORDER
(Section 99(e))

UPON THE APPLICATION dated October 31, 1983 as supplemented by letter dated November 25, 1983 on behalf of Minas Basin Pulp and Power Company Limited ("Minas") and Minas Basin Holdings Limited ("Holdings") to the Ontario Securities Commission (the "Commission") for an Order pursuant to section 99(e) of the Securities Act, R.S.O. 1980, c.466 (the "Act") exempting Holdings from the requirements of Part XIX of the Act with respect to its offer (the "Offer") to purchase all of the outstanding common and second preference shares of Minas in exchange for common shares of Holdings, pursuant to the reorganization of Minas;

AND UPON IT being represented to the Commission that:

- A. Minas is a company which was incorporated under the laws of Nova Scotia on March 9, 1927, the issued capital of which, on October 31, 1983, consisted of 850,000 common shares without par value and 680,000 preference shares;
- B. Scotia Investments Limited, a company incorporated under the laws of Nova Scotia ("Scotia") owned, on October 31, 1983, 756,100 (88.95%) of the common shares of Minas and 135 minority shareholders own 93,900 (11.05%) of the common shares of Minas;
- C. There are 10 Ontario resident shareholders of Minas owning, in total, 1050 common shares of Minas with the balance of the 125 minority shareholders being resident in Nova Scotia and owning 92,850 common shares of Minas;
- D. Minas has developed a proposal (the "Proposal") for the reorganization of its assets which involves the transfer of certain of its non-operating assets to new companies owned by Holdings and the exchange by the shareholders of Minas of their common shares and second preference shares of Minas for common shares of Holdings so that Minas will also be owned by Holdings;
- E. Minas has obtained a favourable ruling from Revenue Canada, taxation with respect to the Proposal;

F. On November 9, 1983, as part of the Proposal Minas, issued a stock dividend to its common shareholders of one second preference share for each common share of Minas and also issued as a dividend in kind one common share of Holdings for each common share of Minas, the result of which is that each common shareholder of Minas owns an equal number of common shares of Holdings being all of the issued common shares of Holdings;

G. In order to carry out that part of the Proposal relating to the exchange of shares of Minas for common shares of Holdings, Scotia has transferred its 756,100 common and 756,100 second preference shares of Minas to Holdings in return for 756,100 common shares of Holdings and Holdings made the Offer to its remaining common shareholders to purchase all of their common and second preference shares of Minas for the consideration of one common share of Holdings for each one common and one second preference share of Minas, the obligation on Holdings to take up the shares being conditional upon obtaining required regulatory approvals;

H. On November 1, 1983 the Registrar under the Securities Act of the Province of Nova Scotia approved the sending of the Offer to shareholders resident in Nova Scotia and as of November 24, 1983 71 of the 125 resident Nova Scotia shareholders have accepted the Offer representing 63,915 of the 92,850 common shares of Minas owned by Nova Scotia residents;

I. The shares tendered to the Offer by Nova Scotia residents will be taken up and paid for between December 1 and December 9, 1983 and the shares tendered to the Offer by Ontario residents will be taken up and paid for only upon receipt by Holdings of this Order, the expiry date of the Offer to Ontario residents which was originally November 30, 1983 having been extended to December 31, 1983 pending receipt of this Order.

AND UPON the Commission being of the opinion that it would not be prejudicial to the public interest to grant the exemption requested;

IT IS ORDERED pursuant to section 99(e) of the Act that Holdings be and is hereby exempted from the requirements of Part XIX of the Act with respect to the Offer.

December 8, 1983.

"Keith E. Boast"

"J. W. Blain"

2.4 CANADIAN TIRE CORPORATION, LIMITED

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF CANADIAN TIRE CORPORATION, LIMITED

RULING
(Section 73)

UPON the application of Alfred W. Billes, David G. Billes and Martha Gardiner-Billes on their own behalf and on behalf of their respective affiliated and associated corporations (the "Billes Family") to the Ontario Securities Commission (the "Commission") for a ruling pursuant to section 73 of the Securities Act, R.S.O. 1980, c. 466 (the "Act") that an intended trade by the Billes Family of Class A non-voting shares of Canadian Tire Corporation, Limited ("CTC") is not subject to section 52 of the Act.

UPON it appearing to the Commission that:

1. the Billes Family has for many years been the beneficial owner of 30% of the outstanding common shares of CTC;
2. the Estate of J. W. Billes has also been the beneficial owner of 30% of the outstanding common shares of CTC for several years;
3. the Billes Family and the Estate of J. W. Billes entered into a voting trust agreement which provided, inter alia, that each had a right of first refusal on the common shares of CTC held by the other;
4. the Billes Family has agreed to acquire all the common shares of CTC owned by the Estate of J. W. Billes;
5. the share capital of CTC is being reorganized, inter alia, by the subdivision of each non-voting Class A share into 5 non-voting Class A shares and the subdivision and reclassification of each common share into 1 common share and 4 non-voting Class A shares;
6. the reorganization is to be approved by a special resolution of the common shareholders and by two-thirds of the votes cast at a separate meeting of the non-voting Class A shareholders; and

7. the Billes Family intends to sell, pursuant to the provisions of subsections 71(7)(b) and (c) of the Act, up to 6,197,650 non-voting Class A shares received by it as a consequence of the subdivision and reclassification of the common shares beneficially owned by them, including those being acquired from the Estate of J. W. Billes, and such sales shall be made through the facilities of The Toronto Stock Exchange, on an "if, as and when" subdivided and reclassified basis.

AND UPON being satisfied that to make this ruling would not be prejudicial to the public interest;

NOW THEREFORE it is ruled pursuant to section 73 of the Act that the proposed trade by the Billes Family of up to 6,197,650 non-voting Class A shares resulting from the reorganization referred to above is not subject to section 52 of the Act, notwithstanding the provisions of sections 19c(1) and (2) of the Regulation under the Act, provided that:

1. such trades are made pursuant to the provisions of subsection 71(7)(b) and (c) of the Act, without regard to sections 19c(1) and (2) of the Regulation under the Act;
2. such trades are made through the facilities of The Toronto Stock Exchange; and
3. the reorganization is approved by two-thirds of the votes cast at a separate meeting of the non-voting Class A shareholders duly called for that purpose.

December 12, 1983.

"Keith E. Boast"

"J. W. Blain"

2.5 AURORA-CZAR 79-80 ENERGY PROGRAM

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, C.466

AND

IN THE MATTER OF AURORA-CZAR 79-80 ENERGY PROGRAM

ORDER
(Section 82)

UPON the application received November 3, 1983 and perfected November 9, 1983, of AURORA-CZAR 79-80 ENERGY PROGRAM, a limited partnership formed under the laws of Alberta, to the Ontario Securities Commission (the "Commission") for an order pursuant to section 82 of the Securities Act, R.S.O. 1980, c.466 (the "Act");

AND UPON it being represented that AURORA-CZAR 79-80 ENERGY PROGRAM now has fewer than fifteen security holders whose latest address as shown on its books is in Ontario;

AND UPON the Commission being satisfied that to grant this order would not be prejudicial to the public interest;

IT IS ORDERED pursuant to section 82 of the Act that AURORA-CZAR 79-80 ENERGY PROGRAM be and hereby is deemed to have ceased to be a reporting issuer for the purposes of the Act for so long as it shall have fewer than fifteen security holders whose latest address as shown on its books is in Ontario.

December 13, 1983.

"J. W. Blain"

"Frank Iacobucci"

2.6 AURORA-CZAR 80-81 ENERGY PROGRAM

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, C.466

AND

IN THE MATTER OF AURORA-CZAR 80-81 ENERGY PROGRAM

ORDER
(Section 82)

UPON the application received November 3, 1983 and perfected November 9, 1983, of AURORA-CZAR 80-81 ENERGY PROGRAM, a limited partnership formed under the laws of Alberta, to the Ontario Securities Commission (the "Commission") for an order pursuant to section 82 of the Securities Act, R.S.O. 1980, c.466 (the "Act");

AND UPON it being represented that AURORA-CZAR 80-81 ENERGY PROGRAM now has fewer than fifteen security holders whose latest address as shown on its books is in Ontario;

AND UPON the Commission being satisfied that to grant this order would not be prejudicial to the public interest;

IT IS ORDERED pursuant to section 82 of the Act that AURORA-CZAR 80-81 ENERGY PROGRAM be and hereby is deemed to have ceased to be a reporting issuer for the purposes of the Act for so long as it shall have fewer than fifteen security holders whose latest address as shown on its books is in Ontario.

December 13th, 1983.

"J. W. Blain"

"Frank Iacobucci"

2.7 AURORA 78-79 ENERGY PROGRAM

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, C.466

AND

IN THE MATTER OF AURORA 78-79 ENERGY PROGRAM

ORDER
(Section 82)

UPON the application received November 3, 1983 and perfected November 9, 1983, of AURORA 78-79 ENERGY PROGRAM, a limited partnership formed under the laws of Alberta, to the Ontario Securities Commission (the "Commission") for an order pursuant to section 82 of the Securities Act, R.S.O. 1980, c.466 (the "Act");

AND UPON it being represented that AURORA 78-79 ENERGY PROGRAM now has fewer than fifteen security holders whose latest address as shown on its books is in Ontario;

AND UPON the Commission being satisfied that to grant this order would not be prejudicial to the public interest;

IT IS ORDERED pursuant to section 82 of the Act that AURORA 78-79 ENERGY PROGRAM be and hereby is deemed to have ceased to be a reporting issuer for the purposes of the Act for so long as it shall have fewer than fifteen security holders whose latest address as shown on its books is in Ontario.

December 13th, 1983.

"J. W. Blain"

"Frank Iacobucci"

2.8 DOMINION SECURITIES AMES LIMITED ET AL

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF DOMINION SECURITIES AMES LIMITED,
AND DOMINION SECURITIES AMES (ALBERTA) LIMITED

AND

IN THE MATTER OF THE DSA EDUCATION TRUST

ORDER

(Subsections 79(b)(iii), and 87(2)(b))

UPON the application of Dominion Securities Ames Limited ("DSA") to the Ontario Securities Commission (the "Commission") for an order exempting DSA from the requirements of Parts XVII and XVIII of the Securities Act, R.S.O. 1980, c. 466 (the "Act") and the Regulations thereunder applicable to DSA by virtue of the issuance of a receipt for a prospectus filed by DSA dated September, 1983 (the "Prospectus") in respect of the DSA Education Trust (the "Trust");

AND UPON it appearing to the Commission that:

- a) both DSA and Dominion Securities Ames (Alberta) ("DSAA") have signed the Prospectus;
- b) the investment pursuant to the prospectus by a subscriber is in a self-administered education savings plan (a "plan") registered under the Income Tax Act;
- c) the principal function of DSA and DSAA is to effect transactions in securities as directed by the subscribers and to give investment advice to individual subscribers, and
- d) subject to the trusts established by an individual in respect of a plan that is required for registration under the Income Tax Act, the subscriber maintains control and direction over the investments in the plan of such subscriber;
- e) the Prospectus was issued only because of the requirements of the Income Tax Act for registration of education savings plans;
- f) it is not appropriate for DSA, DSAA, or the Trust or a plan to obtain the status of or to be subject to the requirements of a reporting issuer under the Act, either in respect to their own respective affairs or to the affairs of the Trust or any plan;

AND UPON being satisfied that to so rule would not be prejudicial to the public interest;

NOW THEREFORE it is ordered that:

1. Neither DSA, DSAA, the Trust nor any plan under the Trust are subject to Parts XVII or XVIII of the Act or the Regulations pertaining

thereto which may be applicable to any of the foregoing by virtue of the filing of the Prospectus or any renewal thereof; and

2. Each of DSA, DSAA, the Trust and every plan under the Trust is deemed not to have become a reporting issuer for any purpose of the Act by reason only of the filing of the Prospectus or any renewal thereof;

provided that DSA and DSAA carry out their obligations to the investor as set out in the Prospectus and any renewal thereof; and in particular, file a revised prospectus with the Commission in the event of a material change in the status of education savings plans under applicable tax legislation.

December 15th, 1983.

"R. J. Kane"

"J. W. Blain"

2.9 GUILD STATIONERS LIMITED

Headnote

Sections 140, 73 - Promissory Notes issued to shareholders - dealers or family members

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF GUILD STATIONERS LIMITED

ORDER
(Section 140)

UPON the application of Guild Stationers Limited, formerly Stationers Warehousing Limited (the "Applicant") to the Ontario Securities Commission (the "Commission") for an order under section 140 of the Securities Act, R.S.O. 1980, c. 466 (the "Act") varying a ruling of the Commission dated February 4, 1983 attached hereto as Schedule "A" (the "Prior Ruling");

AND UPON it appearing to the Commission that:

- a) the Applicant changed its name to Guild Stationers Limited from Stationers Warehousing Limited by Articles of Amendment dated June 9, 1983;
- b) the Applicant proposes to issue promissory notes to its shareholders from time to time ("Notes") in denominations of one thousand dollars, payable over two years, at a rate of interest being two percent over the prime rate of interest of the Applicant's bank, calculated monthly and payable annually in consideration for loans made to the Applicant by its shareholders;
- c) the recitals in the Prior Ruling, subject to the foregoing, remain true,

AND UPON the Commission being satisfied that to so order would not be prejudicial to the public interest;

NOW THEREFORE IT IS ORDERED that the Prior Ruling be varied effective as of the 30th day of November, 1983, that the issue of Notes by the Applicant (formerly called Stationers Warehousing Limited) to the shareholders of the Applicant or to a spouse, parent, child, brother or sister of any such shareholder is not subject to section 24 or 52 of the Act, subject to conditions 1 to 5 inclusive of the Prior Ruling, and to the following conditions:

1. A first trade in a Note by a holder thereof shall be subject to the provisions of subsection 71(5) of the Act, as if the Notes so traded had been acquired by the holder pursuant to clause 71(1)(n) of the Act, unless
 - (a) the trade is to a spouse, parent, child, brother or sister of a shareholder who is a dealer under the Dealer Agreement (as defined in the Prior Ruling); or
 - (b) the trade is to the Applicant;

2. Each Note issued pursuant to this Order shall be engrossed with a legend indicating that every trade of such shares by the holder thereof is prohibited except in accordance with this Order.

December 15, 1983.

"R. J. Kane"

"J. W. Blain"

2.10 AMCO INDUSTRIAL HOLDINGS LIMITED

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF AMCO INDUSTRIAL HOLDINGS LIMITED

ORDER
(Section 79(a)(i))

UPON the application of AMCO INDUSTRIAL HOLDINGS LIMITED (the "Issuer"), a company incorporated under the laws of Ontario, to the Ontario Securities Commission, for an order permitting it to omit from its financial statements for the nine-month and three-month periods ending September 30, 1983 and March 31, 1984 required to be filed under Part XVII of the Securities Act, R.S.O. 1980, c.466 (the "Act"), the comparative statements to the end of the corresponding periods in 1982 and 1983, respectively;

AND UPON being advised that:

1. pursuant to an order by the Commission dated June 13, 1980, (the "Exempting Order"), exempting the Issuer from filing financial statements for the nine-month and three-month periods of each financial year, the Issuer did not file such statements for the periods ending September 30, 1982 and March 31, 1983;
2. as of April 30, 1983, due to the Issuer changing from a junior mining exploration company to an industrial company with income, the Exempting Order no longer applied and accordingly the Issuer is required to file comparative statements as described above, and
3. due to the Exempting Order, the financial statements for the nine-month and three-month periods ending September 30, 1982 and March 31, 1983 are not available for comparison purposes;

AND UPON being satisfied that to do so would not be prejudicial to the public interest;

IT IS ORDERED pursuant to the provisions of section 79(a)(i) of the Act that the Issuer be and is hereby permitted to omit from its financial statements for the nine-month and three-month periods ending September 30, 1983 and March 31, 1984, the comparative statements to the end of the corresponding periods in 1983 and 1984, respectively.

December 15th, 1983.

"R. J. Kane"

"J. W. Blain"

CHAPTER 3

REASONS: DECISIONS, ORDERS, RULINGS (NIL)

THERE IS NO MATERIAL FOR THIS CHAPTER

IN THIS ISSUE

CHAPTER 4

CEASE TRADING ORDERS - SECTION 123

4.1 RESCINDING ORDERS

4.1.1 NEW REALM RESOURCES INC.

NEW REALM RESOURCES INC.

The cease trading order dated December 1, 1983, is/was rescinded December 15, 1983, the company being now up-to-date with its filings.

4.2 EXTENDING CEASE TRADING ORDERS

4.2.1 GRANDMA LEE'S INC.

GRANDMA LEE'S INC.

The cease trading order dated November 24, 1983, is/was continued December 8, 1983, pending the company complying with Part XVII of the Securities Act.

4.2.2 GLEN ROY RESOURCES INC.

4.2.3 GOTHIC MINES & OILS LIMITED

GLEN ROY RESOURCES INC.
GOTHIC MINES & OILS LIMITED

The cease trading order dated December 1, 1983, with respect to each company is/was continued December 15, 1983, pending each company complying with Part XVII of the Securities Act.

CHAPTER 5

POLICIES

5.1 AMENDMENT TO SECTION C OF OSC POLICY STATEMENT 9.3

AMENDMENT TO OSC POLICY STATEMENT 9.3

C. SECURITIES EXCHANGE TAKE-OVER BIDS - MARKET "SUPPORT, MAINTENANCE OR STABILIZATION" vs. MARKET BALANCING TRANSACTIONS IN ACCORDANCE WITH STOCK EXCHANGE RULES

1. In a securities exchange take-over bid, where securities of a class listed on a stock exchange or traded on the over-the-counter market are being offered in whole or in part in exchange for the securities sought by the offeror, the offeree's perception of the value of the consideration being offered will be affected, at least in part, by the market price of the securities of the class offered in exchange (the "offered security"). This price should be arrived at by normal market forces operating in an orderly fashion, taking into account the terms of the offer.

2. The Commission views it as inappropriate for:

- (a) any person or company acting on behalf of an offeror who is making, or intends to make, a securities exchange take-over bid, or
- (b) any person or company who is supporting, or intends to support, an offeror who is making, or intends to make, a securities exchange take-over bid,

to bid for, or make purchases of, the offered securities in the market in the guise of market "support", market "maintenance" or market "stabilization" (hereinafter collectively referred to as "market stabilization") which have the effect of increasing or maintaining the price of the offered securities at a market price which is higher than the market price would be in the absence of such bids or purchases. Notwithstanding any announcement that such a program has been undertaken, the Commission views the potential results of market stabilization as giving an artificial or deceptive appearance to the market price of the offered securities.

3. Conversely, the Commission also views it as inappropriate for any person or company to sell the offered securities for the purpose of depressing the price of such securities in order to defeat a take-over bid.

4. The Commission, however, appreciates the need to maintain public confidence in the market by ensuring a fair and orderly market. In the context of a

securities exchange take-over bid involving securities of an offeror listed on a stock exchange, it is recognized that a market may require assistance to minimize price disparities caused by temporary supply-demand imbalances in an offered security which often follow the public announcement of a take-over bid. Market balancing transactions may therefore be required for the purpose of ensuring fair and orderly changes in the price of the offered security. A market balancing transaction is a bid, purchase, offer or sale made through the facilities of a stock exchange in accordance with the by-laws, rules or policies of the stock exchange which, in the opinion of the stock exchange, contributes to a fair and orderly market by contributing to price continuity and depth and by minimizing supply-demand disparity. The level of purchases or sales which will contribute to a fair and orderly market will vary from company to company and from time to time for a particular company. The extent to which market balancing activity is required is dependent upon an assessment of a number of criteria, including, but not limited to, the size of the public float, the number of shareholders and recent disclosures relating to the company or its particular economic sector. Unlike market stabilization, market balancing does not seek to prevent or unduly retard any price movements, but merely to prevent erratic or disorderly changes in price by bridging time gaps in the market which result from temporary differences in public bids and offers which reach the market. Accordingly, the Commission does not view as inappropriate, market balancing bids for, offers for, or purchases of, an offered security when made by a member of a stock exchange, recognized by the Commission for this purpose, which is acting as a dealer-manager for a securities exchange take-over bid provided such market balancing activities are conducted in accordance with the by-laws, rules or policies of such stock exchange.

5. Pending the making of a regulation amending Form 31 under the Regulation to the Securities Act the Commission is of the view that, where applicable, a person or company filing a take-over bid circular with the Commission should include as part of the take-over bid circular a description of:

- (a) any market balancing activity engaged in by such person or company prior to the date of the take-over bid circular;
- (b) any market balancing activity contemplated by such person or company following the date of the take-over bid circular; and
- (c) where known after reasonable inquiry, all trading in shares of the offeror during the six month period preceding the date of the take-over bid by those persons or companies referred to in item 3 of Form 31 and by any person acting jointly or in concert with the offeror.

CHAPTER 6
REQUESTS FOR COMMENTS (NIL)

THERE IS NO MATERIAL FOR THIS CHAPTER
IN THIS ISSUE

CHAPTER 7
INSIDER TRADING REPORTS

EXPLANATORY NOTES

Information contained in this section has been summarized from insider reports filed with the Commission.

The name of the issuer is followed by a brief description of the class of security, the name of the person or company reporting and his or its relationship to the issuer. If a person has an indirect interest in the securities reported, e.g., through holding companies, affiliate companies, partnerships, trusts or other entities, this is shown. Symbols are used in the column "Transaction and Ownership Symbol" to indicate the nature of ownership i.e., direct or indirect. Similarly, the character of transactions is indicated provided the transactions are other than a purchase or sale. (See guide to symbols below):

GUIDE TO SYMBOLS

RELATIONSHIP	(appearing after the name reported)
"B"	- Beneficial Owner (direct or indirect) of equity shares of a reporting issuer carrying more than 10% of the voting rights attached to all equity shares of the reporting issuer outstanding.
"D"	- Director of principal reporting issuer.
"DI"	- Director of an issuer or a reporting issuer which is an insider or subsidiary of the principal reporting issuer.
"K"	- Exercises control or direction (direct or indirect) of equity shares of a reporting issuer carrying more than 10% of the voting rights attached to all equity shares of the reporting issuer.
"S"	- Senior Officer of principal reporting issuer.
"SI"	- Senior Officer of an issuer or a reporting issuer which is an insider or subsidiary of the principal reporting issuer.

NATURE OF OWNERSHIP

- No Symbol - Securities are beneficially owned directly.
- Symbol #1 - The reporting person or company beneficially owns and/or has control or direction over securities which are held by a company, associate, partnership, trust or other entity.

CHARACTER OF TRANSACTION

- | | | | |
|------------|----------------------------|-----|------------------------------|
| No Symbol- | purchase or sale | "M" | - internal |
| "A" | - bequest or inheritance | "Q" | - qualifying shares |
| "C" | - compensation | "R" | - redeemed (called, matured) |
| "E" | - exchange or conversion | "T" | - stock dividend |
| "F" | - exercise of rights, etc. | "V" | - stock split |
| "G" | - gift | "X" | - exercise of option |
| "IR" | - initial report | "Z" | - distribution |

*Returned for reconciliation purposes.

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
AGF MANAGEMENT LIMITED	A. G. F. Management Limited Amended	Class B non- Voting Preference		Nov/83		2300		
AMCA INTERNATIONAL LIMITED	Macnamara, John Jomason Limited	Common	D DISI	Nov/83	M		2300	---
ALBERTA NATURAL GAS COMPANY LTD.	Nickle, Carl O.	Common	D	Nov/83	M 1	100	100	---
ALGOMA STEEL CORPORATION LIMITED, THE						20500		45800
	Canadian Pacific Limited	Common	B	--				
	Canadian Pacific Enterprises Limited					85790		8664846
	Macnamara, John		DS	Nov/83	T	30		
	Jomason Limited			Nov/83	M		3000	30
	Macnamara, John	Preference Series A	DS	Nov/83	M 1	3000		3000
	Jomason Limited				M		10000	---
ALGONQUIN MERCANTILE CORPORATION		Class A Pfd.		--	M 1	10000		10000
	Algonquin Mercantile Corporation			Oct/83		48		
				Oct/83	R		93	1285
	Franklin, Cecil H. Minaco Equipment Ltd.	Common	D	Nov/83		260		
ALTEX RESOURCES LTD	Toews, Ernest H. Voting Trust RRSP	Common	DS	Nov/83	1		4000	234648 32688
AMERICAN QUASAR PETROLEUM CO.	Fultz Oil Company Amended	Common	B	Apr/82			15000	666121 45162 32500
				May/82			35671	
				Oct/82			2000	
				Nov/82			13000	
				Mar/83			15000	
				Apr/83			10000	
				Aug/83			10000	
				Oct/83			4000	2057119
ANSIL RESOURCES LTD	Harrop, Christopher J. F.	Common	DS	--				

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
ANSIL RESOURCES LTD. (Continued)	Harrop, Christopher J.F. Canterbury Financial Services Limited	Common	DS	Nov/83	1		25000	25000
	Milne, Glen A. Kingshield Corporation		DS	-- Nov/83	1		30000	70000
ARGUS CORPORATION LIMITED	Ravelston Corporation Limited, The	Class C Participating Non-Voting Preference	B	Nov/83		78012		5205965
ARGYLL ENERGY CORPORATION	Kelly, Bernard F. RRSP	A Common	D	-- Nov/83	1		40000	75150
	Kelly, Bernard F. RRSP	B Common	D	-- Nov/83 Oct/83 Nov/83		30700 1700 1000		32000 62700 162650 163650
ASAMERA INC.	Brown, Peter M.	Common	D	Sept/83			5000	10000
ATCO LTD.	Purdie, Kingsley B.	Class I Common	DS	Nov/83			500	500
ATLANTIC RICHFIELD COMPANY	Benson, Jr. Edward M. Capital Accumulation Plan Thrift Plan	Common	DS	-- Jun/83 --	1 1	38 2500		6532 38 2500
	Morrison, James S. Capital Accumulation Plan Thrift Plan		S	--				1400
	Norgaard, Paul B.		S	Aug/83	C	279		299
	Van Horne, Ralph R. Thrift Plan		S	-- Jun/83	1	98		8988 253
	Capital Accumulation Plan Savings Plan			Jun/83 Jun/83	1 M 1	28 6386		28 6386
ATLAS YELLOWKNIFE RESOURCES LIMITED	Harrop, Christopher J.F.	Convertible Debentures	DS	--				
	Canterbury Financial Services Limited			Dec/83	1	\$10000		\$20000
AUBET RESOURCES INC.	Wilson, Leonard E.	Common	B	Nov/83			19000	196424

REPORTING ISSUER	INSIDER	SECURITY	REL.'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
AUDAX GAS & OIL LTD.	Harrop, Christopher J.F. Canterbury Financial Services Limited	Common	DS	--				
				Nov/83	1	2500		22500
	J.S.E. Enterprises Ltd. W.H.A. Clow		DS	--				
				Nov/83	1	11000		63000
AUSNORAM HOLDINGS LIMITED	Howard, Charles J.	Common	D	--	IR			5000
	Ross, Grace C. Executor of Estate		B	--	IR			8333
				--	IR1			128936
BGR PRECIOUS METALS INC.	Beutel, Austin C. Beutel, Goodman & Company Ltd.	Class A	D	--				
	Beutel, Austin C.	Series 1 Class A warrants	D	--	IR1			10000
	Beutel, Goodman & Company Ltd.			--	IR1			10000
	Goodman, Nathan E. Two Holdings	Class A	DS	--				20000
	Goodman, Nathan E. Two Holdings	Class A Warrants	DS	--				
				--	IR1			20000
	Morgan, Donna L.	Class A	D	--	IR			150
		Warrants		--	IR			150
BMB COMPUSCENCE CANADA LTD.	Baillie, Frank W. Holedings Co. Ltd., The	Common	DSB	--	IR1			1132500
	Brunschwiler, Marcel		DS	--	IR			20842
	Burnett, Edwin M.	S	S	--	IR			500
	Dembroski, George S.		DS	--	IR			1200
	MacLean, William M.		DS	--	IR			20842
	Scace, Arthur R. A.		DS	--	IR			100
	Sheridan, Jarvis G.		S	--	IR			1

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
BMB COMPUSCENCE CANADA LTD. (Continued)	Stoveken, John J.	Common	S	--	IR			4631
	National Trust Company Limited			--	IR1			363750
	Willis, Cam		SI	--	IR			600
BAKERTALC INC.	Morgan, John H.	Common	DS	Nov/83		7500		115050
BANK OF MONTREAL	Hammond, Glen R.	Securities	S	--	IR			---
	MacDougall, Hartland M. Indirect Holding	Common	DS	Nov/83	1		1000	2500
				Nov/83		111		667
BANK OF MONTREAL MORTGAGE CORPORATION	Hammond, Glen R.	Securities	SI	--	IR			---
BANK OF MONTREAL REALTY FINANCE LTD.	Hammond, Glen R.	Securities	SI	--	IR			---
BAXTER TECHNOLOGIES CORPORATION	CDFC Financial Services Limited	Common	B	Nov/83			5000	864371
BEAUTY COUNSELORS INTERNATIONAL INC.	Doederlein, Dieter D.	Common	DS	Nov/83			3000	60000
	Ewart, Gordon D. Paramount Capital Corporation		D	--				
	Ewart Family Trust			Nov/83	1	300000		300000
				--	1			2500
	Sharpe, Stephen R. Paramount Capital Corporation		D	--				11300
	Yendor Investments Limited			Nov/83	1	300000		300000
				--	1			100000
BELL CANADA ENTERPRISES INC.	McMahon, Andrew M. Amended	Common	SI	Oct/83			100	658
				Nov/83			100	558
	Rolland, Lucien G.		D	Nov/83	T	18		1066
	Trustee			Nov/83	T	15		2000
				--	1			
	Tremblay, Paul-Gaston		SI	--	IR			500
BLACKDOME EXPLORATION LTD.	Exaton Resources Ltd.	Common		Oct/83		10000		20000

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
BLUESKY OIL & GAS LTD.	Harrison, Barry W. Beneficial Direction	Common	DS	--				
				Nov/83	1	500		461000
				--	1			4500
								391113
BOMBARDIER INC	Harrison, Barry W. Beneficial	Preferred	DS	--				6500
				Nov/83	1	1000		1300
				S Sept/83			100	---
BONANZA RESOURCES LTD. (FORMERLY 138901)	Rivard, Jean	Class A	D	--	IR			302363
				--	IR1			21667
				--	IR			332615
BRAMALEA LIMITED	Gillespie, Fred K.R. Indirect Holding	Warrants	D	--	IR1			9503
				--				
				S Nov/83			1000	
BRASCAN LIMITED	Davidson, Stewart D. Share Purchase Plans	Common	S	Nov/83		1500		4670
				Nov/83	1		1500	59984
				Nov/83				
BREAKWATER RESOURCES LTD.	Allen, Lowell A.	Class A	S	Nov/83		2000		10012
				Nov/83				
				Nov/83				
BRINCO LIMITED	Cecil-Stuart, Wendy M. Dunford, Robert A.	Common	S	Nov/83		4000		10050
				Nov/83		15000		55000
				Nov/83		4000		14000
BRITISH COLUMBIA FOREST PRODUCTS LIMITED	Kress, Edward C. McAlpine, Duncan A.	Common	S	Nov/83		2000		8000
				Nov/83		8000		36500
				Nov/83		4000		14000
BRITISH COLUMBIA RESOURCES INVESTMENT CORPORATION	Simon, Robert P. Yeoman, Robert G.	Series A Pref.	D	Nov/83			1000	57200
				Nov/83	1			
				Nov/83			6400	5000
BROULAN RESOURCES INC	Dirks, Thomas N. Indirect Holdings	Common	DI	--				
				--				
				Nov/83	T 1	15		1215
				Nov/83	T 1	7		607
				S Dec/83			10000	5100
				B Nov/83		8266		950715

REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
CAE INDUSTRIES LTD.	Hunt, Trevor G.	Common	S	Nov/83 Nov/83	X	1800	1800	---
CADILLAC FAIRVIEW CORPORATION LIMITED, THE	Cadillac Fairview Corporation Limited, The	Preference		Nov/83	R	32800		---
				Nov/83			32800	---
CAMINDEX MINES LIMITED	Fox, Donald E.	Common	S	Nov/83			5000	16398
	Brissenden, Richard W. * Indirect Holding	Common	D	-- --	IR IR1			80000 210664
CAMPBELL RESOURCES INC	Kolber, Ernest L.	1983 Warrants	DISI	Nov/83			1000	32050
	Raymond, James D. Feejay Corp. Canada Ltd	Common	D	Nov/83 Nov/83	1	5000 2000		48020 5000
CANADA DEVELOPMENT CORPORATION	Kaufmann, William L.	1980 Preferred	SI	-- Nov/83 Nov/83		491	491	---
CANADA PACKERS INC.	Canada Packers Inc.	Common		Nov/83 Nov/83	R	6700	6700	---
CANADA TRUSTCO MORTGAGE COMPANY, THE	Manufacturers Life Insurance Company, The Control or Direction	Common	B	Dec/83		1400		2480753
				--	1			42000
CANADIAN NATURAL RESOURCES LIMITED	Dawson, Graham R. G. R. Dawson Holdings Limited	Common	D	-- Nov/83			30000	281091
CANADIAN TIRE CORPORATION LIMITED	Trustees of the Estate of the Late J.W. Billes	Common	B	Nov/83			1050000	---
CANADIAN PACIFIC ENTERPRISES LIMITED	Burbidge, Frederick S. Amended Dividend Reinvestment and Share Purchase Plan	Common	DS DISI	Jan/83			2	1502
				1983	T 1	647		2185
	Macnamara, John Jomason Limited		D	Nov/83 Nov/83	M M 1	400	400	65 400
CANON INC.	Pelletier, Gaston Caisse de Depot et Placement	Common	D	-- --	IR1			1370000

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
CELANESE CANADA INC.	Cote, Pierre Share Purchase Plan	Common	D	-- Nov/83	1	273		17230
CENTRAL TRUST COMPANY	Cohen, H. Reuben Indirect Holdings	Common	DB	Oct/83 Oct/83	1	2900 1100		1343037 621071
CHAUVOO RESOURCES LTD.	Turton, Alfred E.	Class A	B	Nov/83			1200	149800
CHRYSLER CORPORATION	Dauch, Richard E.	Common	S	Nov/83	X	9400		53800
	Greenwald, Gerald		S	Nov/83			10250	21200
	Halaby, Najeeb E.		D	Apr/83		1000		2000
		Pfd 2.75		Oct/83			400	---
		Warrants		Oct/83			200	---
CLEVO RESOURCES INC	Chartrand, Jacques Wife	Common	D	-- Nov/83 Nov/83	1 1	10000	10000	---
COHO RESOURCES LIMITED	Campbell, Kenneth F. Campco International Capital Ltd. RRSP Shauntan Holdings Ltd. Children	Class A	DSB	-- Nov/83 Nov/83 -- --	1 1 1 1	12000 5900		47598 167077 63900 185171 24
COMTERM INC.	Lipski, William	Common	S	--	IR			10285
	Nihon, Robert Alexis Nihon Corporation		D	--				183638
	Shorkey, Richard		S	--	IR			17285
	Teron, William Urbanetics Ltd.		D	--				128571
CONSOLIDATED IMPERIAL RESOURCES ENERGY LIMITED	Van Nest, Norman G. Indirect Holdings	Common	DS	-- Nov/83	1	1600		340974
CONVENTURES LIMITED	Greig, David R.	Common	S	Nov/83		101		11207
	Stewart, H. Norman		D	Nov/83		30		1116

REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
CONVENTURES LIMITED (Continued)	Zacharuk, Jennie O.	Common	S	Nov/83		88		9208
CORRIDA OILS LTD.	Gould, Raymond G.	Common	S	Nov/83		1917		21318
COSEKA RESOURCES LIMITED	Bodrug, William A. Nominee Mrs Bodrug	Common	SI	-- -- --	IR IR1 IR1			810 345 345
	Bramalea Limited	9% Convertible Subordinate Debenture	B	Nov/83		\$17000000		\$17000000
		Common		Jul/83	E	5194805		10531134
		Convertible Debenture Series A		Jul/83	E		\$20000000	---
	Goring, Peter A.	9% Convertible Subordinate Debenture	SI	Nov/83		\$100000		\$100000
	Kerr, Bruce	9% Convertible Subordinated Debenture	SI	--	IR			\$10000
COSTAIN LIMITED	Scott, A. J.	Common	S	Nov/83			3500	30000
R. L. CRAIN INC.	Laughton, Robert J. Craisc Ltd.	Special Common		-- --	IR1			471000
CUVIER MINES INC.	Mills, R. P. *	Common	D	Nov/83			3000	72801
DANIEL DIVERSIFIED LIMITED	Ralph, Brian	Common	D	--	IR			1
DASHER RESOURCES LTD.	Frederick, John R.	Common	S	Nov/83		7500		11500
D'ELDONA GOLD MINES LTD.	Cooper, Murray	Common	D	--	IR			85
DENISON MINES LIMITED	Roman-Barber, Helen E. Trustee	Common	DDISI	Nov/83 --	E 1	2000		2600 500
DEVELCON ELECTRONICS LTD.	Freestone, Douglas A.	Common	S	--	IR			2880
	Grieve, Terry B.		S	-- Nov/83	IR		5	530 535

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
DEVELCON ELECTRONICS LTD Continued	Haworth, Allan R.	Securities	S	--	IR			--
DOMINION TEXTILE INC	Ferrier, Ilay C.	Common	S	Nov/83			850	1000
DOW CHEMICAL COMPANY, THE	Blair, Etcyl H. Indirect Holdings	Common	S	Nov/83 --	1	629		7058 3263
	Henry, Jr. Hunter W. Savings Plan		DS	Nov/83 --	G 1		131	18620 1278
DRUG TRADING COMPANY LIMITED	Sugar, Murray	Term Note	D	May/83		\$10000		\$10000
DUNDEE-PALLISER RESOURCES INC.	Brissenden, Richard W.	Common	D	--	IR			60000
EASTERN BAKERIES LIMITED	Machum, Lawrence M.	Common	D	Nov/83			400	9290
ECHO BAY MINES LTD.	Calman, Robert F. wife	Common	S	Nov/83 Nov/83	Z Z 1	100000 1050		100100 1050
	Christy, John G.		D	Nov/83	Z	67718		67718
EATON BAY TRUST COMPANY	Wolcott, Jr. Robert W.		D	Nov/83	Z	33589		33589
	Commerce Capital Corporation Limited	Common	B	Nov/83		45977		8145413
ENEX RESOURCES LIMITED	Kizan, William W.	Common	D	Nov/83 Nov/83	X	30000	3700	80236
ENERGY & PRECIOUS METALS INC.	White, William F.	Class A	DS	Oct/83 Nov/83		2500 1500		118500
ETHYL CORPORATION	Andrew, Lloyd B. Savings Plan	Common	S	-- Nov/83	1	551		9436 15857
FIN RESOURCES INC.	Rash, Mark M. Rash & Co. Limited	Common	B	-- Nov/83	1	1000		238700
FINANCIAL TRUSTCO CAPITAL LTD.	Campbell, Robert J.	Common	SI	--	IR			14866
	Grand Banks Investments Ltd.		B	--				2295752
	Hoed, John D. RRSP		S	-- --	IR IR1			1194 2622

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
FINANCIAL TRUSTCO CAPITAL LTD. (Continued)	Hoed, John D. Family	Common	S	--	IR1			700
	Hunter, Harry D.		D	--	IR			146396
	Leonard, Elizabeth A. RRSP Spouse		S	--	IR			800
				--	IR1			2533
				--	IR1			27500
	McCombs, Peter E.		SI	--	IR			18198
	Pencer, Gerald N. Grand Banks Investments Ltd.		D	--	IR			45044
				--	IR1			1147876
	Sah, Ramada C.		DISI	--	IR			36396
	Shapiro, Lawrence C. United News Wholesalers Ltd.		B DSDISI	--	IR1			75210
FORD MOTOR COMPANY OF CANADA LTD.	Grand Banks Investments Ltd.			--	IR1			1147876
	Tanner, William D. Rocklin Management Ltd.		DS	--	IR			13297
				--	IR1			274195
	Whitney, Robert D. RRSP		S	--	IR			8667
				--	IR1			3567
	Rhind, John A.	Common	D	--	IR			100
	Petersen, Donald E.	Common	DS Nov/83		X	4724		13405
	Hicks, Bruce W. Stock Purchase Plan	Common	S Nov/83 Nov/83		1	100	100	1632 750
	Ritchie, Alfred A. Amended Stock Purchase Plan		S --		IR			550
			Nov/83		IR1	50		600
G & B AUTOMATED EQUIPMENT LIMITED			--					950
			Nov/83		1		50	900
	Koster, Rudolf G.	Common	S Nov/83				8000	2000
	McDowell, Philip R.		S Nov/83			2000		17096
	Hoglund, William E.	Common	S Nov/83		X	7543		9276

REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
GENERAL MOTORS CORPORATION (Continued)	Hoglund, William E. Purchase Program Other Indirect	Common	S	--	1			1371
				--	1			700
GENESIS RESOURCES LTD.	Greene, Ronald G. R.G. Greene Holdings	Common	D	--	IR1			195000
	Ingram, David L. Dalric Management Ltd. Darnings Investment Limited		D	--	IR1			60000
				--	IR1			36250
GENSTAR CORPORATION	Mielke, Jr. Frederick W.	Common	D	--	IR			200
GERMAN HOUSE TORONTO INC.	Lamshoeft, Theodora J.	Common	DS	--	IR			2000
	Mattes, Benno		D	--	IR			2000
	Meinzer, Gerry E.		DS	--	IR			2000
	Turner, Ernst		DS	--	IR			2000
	Von Teichman, Wolfe		DS	--	IR			2000
GETTY OIL COMPANY	Tisch, Laurence A.	Securities	D	--	IR			---
GOLDEN BRIAR MINES LIMITED	Goad, James B. Chesapeake Limited	Common	DS	-- Nov/83	1		3500	44225
GOLDQUEST EXPLORATION INC.	Gibson, Robert H.	Common	SSI	Nov/83			300	7700
GOWGANDA RESOURCES INC.	Stirling, John M.	Common	DS	Nov/83			11000	138100
GREAT PACIFIC INDUSTRIES INC.	Pattison, James A. Jim Pattison Investments Limited	Common	DSB	--				
GREAT WEST LIFE ASSURANCE COMPANY, THE	Investors Group, The	Common		Nov/83	1	1100		3147950
	Investors Securities Management Ltd. Investors Syndicate Ltd		B	Nov/83		150		1323466
GREAT WEST STEEL INDUSTRIES LTD.	Kennedy, Douglas S.	Class A	S	Nov/83			1600	37130
GREYHOUND COMPUTER OF CANADA LTD.	Mauder, William D.	Capital	DS	Nov/83	X	20000		48550

REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
GREYHOUND COMPUTER OF CANADA LTD. (Continued)	Micallef, Leonard J.	Capital	DS	Nov/83	X	10000	1000	16900
GUARANTY TRUST COMPANY OF CANADA	Gormley Investments Limited Traders Group Limited	Common	B	--				12068116
				Nov/83	1	50		
GULF OIL CORPORATION	Bibee, James M.	Common	S	Nov/83	F	447		1041
	Binegar, George M.		S	Nov/83	X	996		1980
	Walton, James M. wife Trust		D	Nov/83	G		210	25489 610 49362
				--	1			
				--	1			
HAMMERSON PROPERTY INVESTMENT AND DEVELOP. CORP. P L C, THE	Ellis, Nigel G.	Ordinary	D	Nov/83	X	6500	5000	2136
				Nov/83			7000	8850
	Ferrada, Salvador		D	Nov/83			400	150000 3329551
	Mason, Sydney Joint Trustee		D	-- Nov/83	1			
HARDEE FARMS INTERNATIONAL LTD.	Franklin, Cecil H.	Common	DSB	--			200	
	Algonquin Mercantile Corp.			Oct/83 Nov/83	1 1	5000 100		2922669
	Minaco Equipment Limited			--	1			98477
HARDING CARPETS LIMITED	Charnley, Geoffrey P.	Class C	S	--	IR		110	
	Gordon, H. Vernon	Securities	S	--	IR		---	
HARRIS STEEL GROUP INC.	Franklin, Cecil H. Algonquin Mercantile Corp. Minaco Equipment Ltd.	Class A	D	--			19000	1000 --- 64600
				Oct/83 --	1 1			
	Franklin, Cecil H. Algonquin Mercantile Corp. Minaco Equipment Ltd.	Class B	D	--			500	
				Oct/83 --	1 1		16800	--- 32300
HERITAGE GROUP INC., THE	Beben, Henry G.	Common	DS	Nov/83		500	14045	

REPORTING ISSUER HERITAGE GROUP INC., THE (Continued)	INSIDER Fischer, Gerald S.	SECURITY Class A	REL'N SI	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
				--	IR			500
	Jamieson, Dawson C.		DS	Nov/83			3000	---
	Schneider, Frederick P. Other Indirect	Common	DSB	-- Nov/83		4500		2500 6750 74143
	Evans, Robert A.	Common		Nov/83			2000	7154
	Meredith, Paul E.	Common	DSB	Nov/83		4000		713759
	Pollock, John A. Jonpol Investments Ltd. Jonpol Explorations Limited	Common	DS	-- -- --	IR IR1 IR1			17500 125000 115000
	Pollock, John A. Jonpol Explorations Limited	Warrants	DS	-- --				45000
	Hudson's Bay Company	\$1.80 Cum. Pref. Series A		Nov/83		44000		
		Ordinary		Nov/83 Nov/83	R		44000	---
		Common	SI	Nov/83 --	X 1	9378	6	---
	Blume, Roger L. Stock Ownership Plan		DS	Nov/83 Nov/83	X	29802		10810 935
	Christy, John G.						7379	67718
	Seabrook, John M.		D	Nov/83 Nov/83	X	152035		
	Mrs. Seabrook Stock Ownership Plan			-- --	1 1		59320	395902 1000 134
	Terry, John J.		S	Nov/83 Sept/83	X T	10889 1		
	Stock Ownership Plan Custodian			-- --	1 1			26680 1184 75
	Wolcott, Jr. Robert W. Stock Ownership Plan		S	Nov/83 --	X 1	18092		33589 1184

REPORTING ISSUER	INSIDER	SECURITY	REL.'N	TRANS DATE	TYPE	BOUGHT OR SOLD OR		MONTH-END
						ACQUIRED	DISPOSED	HOLDINGS
IMASCO LIMITED	Dooley, Richard G.	Common	DI	Nov/83			200	---
	Drury, Victor M. Executive Supplementary Benefit Plan		S	Nov/83			300	979
	Gerlich, John		S	Oct/83			400	1250
	Laporte, Andre		S	Jun/83			300	936
IMPERIAL OIL LIMITED	Akitt, John E. Savings Plan	Class B	SI	Nov/83		91		567
	Beacom, W. E.		S	--				
	Savings Plan			Nov/83		30		527
	Exxon Corporation	Class A	B	Nov/83	E	88000		277406
	Haynes, Arden R. Savings Plan	Class B	S	Nov/83			88000	110450993
	Landry, Robert E. Savings Plan		S	Nov/83		55		3218
	Lougheed, Donald D. Savings Plan		DI	Nov/83		69		3483
	MacAllan, Douglas H. Savings Plan		S	Nov/83		33		1020
	McIvor, Donald K. Savings Plan		D	Nov/83		59		3926
	Peterson, Robert B. Savings Plan		DI	Nov/83		193		6595
	Findlay, Eric F. Findlay Dairy Farms Limited	Common	D	--				628
	Ellen, Leonard	Common	D	Nov/83		5000		2299
INNOFAC INC.	Watson, Jr. Thomas J.	Common	D	Nov/83	G		131	4586
								1157
INTER-CITY GAS CORPORATION								93
								398
INTERNATIONAL BUSINESS MACHINES CORPORATION								2000
								16000
								164071

REPORTING ISSUER	INSIDER		SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
	Watson, Jr. Thomas J. Wife	D							
INTERNATIONAL BUSINESS MACHINES CORPORATION (Continued)			Common		Nov/83	G 1		72	71801
INTERNORTH INC.	Snow, Luther D. Stock Ownership Plan	S Nov/83 --	Common			X	105		107 59
INTERPROVINCIAL STEEL & PIPE CORPORATION LTD.	Backman, G. Charles	S Nov/83	Option				5000		10000
	Bailey, William D.	S Nov/83	Options				5000		5000
	Kosanovich, Milan	S Nov/83					5000		20000
JONPOL EXPLORATIONS LIMITED	Pollock, Barbara C.	S Nov/83	Common					10000	31000
	Pollock, John A. Jonpol Investments Ltd.	DSB Nov/83 --				1	7500		102502 200000
JOREX LIMITED	Pletcher, James H.	D Nov/83	Common				10000		84138
JUPITER RESOURCE EXPLORATIONS LIMITED	Cross, George S.	S --	Common						
	107691 Canada Limited	Nov/83				1	2000		2000
LA LUZ MINES LIMITED	Camflo Mines Limited	B Nov/83	Class B Pref.			F	1576616		1576616
		Nov/83	Common			F	4729848		5647358
LAC MINERALS LTD	Mockridge, John E.	D Dec/83	Common				100		500
	Webster, D. C. Trust	D -- Oct/83				1	29471		29471
LANGIS SILVER & COBALT MINING COMPANY LIMITED	Halet, Robert A.	D Nov/83	Common					5000	5000
	White, Arthur W. Brewis & White	DS Nov/83 --				1		7300	152593 36000
	White, Harvey V.	D Nov/83						50000	38907
LARDER RESOURCES INC.	Harrison, Gerald	DS Nov/83	Common					800	500
	Murphy, John A. Chal Investments Ltd.	DS -- Nov/83				1		800	500
	Patte, Alfred R.	D --							

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
LARDER RESOURCES INC. (Continued)	Patte, Alfred R. Chal Investments Ltd.	Common	D	Nov/83	1		1600	1000
LEVY INDUSTRIES LIMITED	Seaway Multi-Corp Limited	Common	B	Nov/83		100		1253252
LITTLE LONG LAC GOLD MINES LIMITED	webster, D. C. Trust	Preferred Common		Nov/83 --		2		186667 1
LOGISTEC CORPORATION	Harding, Michael B.	Common	D	Nov/83		300		2300
LONGFORD EQUIPMENT INTERNATIONAL LIMITED	Longford Equipment International Limited	Pref. P.V.\$2.50		Oct/83	1		100000	142387
LYNX-CANADA EXPLORATIONS LIMITED	Matthews, T. Peter	Common	DS	Nov/83	X	41667		
MDS HEALTH GROUP LIMITED	MDS Deferred Profit Sharing	Class A	K	Nov/83		2500	10000	408104
MACKENZIE FINANCIAL CORPORATION	Finlay, John R. John R. Finlay Limited	Class B Common		Nov/83 Nov/83			7300	318640
	Lovatt, Neil			--	1		4600	88400
	Adams, George A. Share Purchase Plan RRSP	Common	S	Nov/83				94200
MACQUEST RESOURCES LTD.	Holdsworth, Ronald F. V.M.R. Holdings Ltd.	Common	DS	Nov/83 --	1		300	1100
MANRIDGE EXPLORATIONS LIMITED	Hallet, Robert A. Wife	Common	D	Nov/83 Nov/83	F 1 1	25000		54367
	Parcher, Aaron C. Family		DS	Nov/83 Nov/83 Nov/83 Nov/83		12000 15000 5000		75674
MAPLEX MANAGEMENT & HOLDINGS LIMITED	Cairn Capital Inc.	Class A	B	Nov/83		200	10000	63000
								315789

REPORTING ISSUER
MAPLEX MANAGEMENT & HOLDINGS
LIMITED

INSIDER
Cairn Capital Inc.

continued

REPORTING ISSUER	INSIDER	SECURITY Class B	REL'N B Nov/83	TRANS DATE B Nov/83	TYPE	BOUGHT OR SOLD OR		MONTH-END HOLDINGS
						ACQUIRED	DISPOSED	
						100		317229
MARKS & SPENCER CANADA INC.	Sieff, M. D.	Common	DS	Nov/83		3092		8000
MAVERICK URANIUM EXPLORATIONS INC	Tokarsky, John T.	Common	DS	Dec/83		6		6
MENTOR EXPLORATION & DEVELOPMENT CO. LIMITED	Agnico-Eagle Mines Limited	Common	B	Nov/83		7600		1299300
MERIDIAN TECHNOLOGIES INC.	Bridgman, John M. Share Purchase Plan	Common	DI	--	IR1			2500
	Bridgman, John M.	Option	DI	--	IR			14500
	Gondos, George		DI	--	IR			74000
	(Gottterill, Ronald		S	--	IR			8000
	Griffin, Scott F.H. Deacon Hodgson Inc	Common	DS	Nov/83			3000	377054 5000
	Mackay, Robert Share Purchase Plan		DI	--	IR1			10000
	Mackay, Robert	Option	DI	--	IR			10000
	Marshall, Donald S. Share Purchase Plan	Common	DS	--	IR			30000 75000
	Marshall, Donald S.	Option	DS	--	IR			80000
		Series 1 Warrants		--	IR			30000
	Sharma, Satish	Option	DI	--	IR			3000
	Singer, Samuel	Common	S	--	IR			10000
		Option		--	IR			65000
	Vranesic, Zvonko G.	Common	DI	--	IR			40958
	Waszek, Glen F. Share Purchase Plan		DI	--	IR1			23298
	Waszek, Glen F.	Option	DI	--	IR			15000

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR		MONTH-END
						ACQUIRED	SOLD OR DISPOSED	HOLDINGS
MERIDIAN TECHNOLOGIES INC. (Continued)	Webbe, Ralph	Option	DI	--	IR			20000
	West, Louise H.	Common	S	Nov/83	G	2000		3666
	Yechezkel, Eliahou Spouse		DI	--	IR			2000
				--	IR1			3500
	Yechezkel, Eliahou	Option	DI	--	IR			9000
MERIT EXPLORATIONS INC.	Weber, Leslie S.	Preference	DB	--	IR			1000000
MESA PETROLEUM CO.	Upchurch, James O.	Common	S	Nov/83	G		378	73421
MIDLAND DOHERTY FINANCIAL CORPORATION	Fritz, Joseph K.	Common	S	Nov/83		4600		14600
	Hatanaka, William H.		S	Nov/83		200		3055
	Kennedy, Thomas R.		SI	Nov/83		24000		7000
	Scott, Alistair *		S	Oct/83	M		350	17718
	RRSP			Nov/83			300	17418
				Oct/83	M 1	350		350
				--	1			350
MILNER CONSOLIDATED SILVER MINES LTD.	Bazinet, Deborah J.	Common	DS	Nov/83			25000	---
	Bazinet, Ernest W.		DS	Nov/83			10000	20500
MOLSON COMPANIES LIMITED, THE	Black, James T.	Class A	D	Nov/83 Nov/83	T	532	10000	26175
MONARCH INVESTMENTS LIMITED	Des Lauriers, Gerard A. Trust	Common	DS	-- Dec/83	1	800		4800
	Emmott, Arnold C. Royal Trust		D	-- Dec/83	1	600		3600
	Latimer, Edward J. Trust		SI	-- --	IR1			1000
	Wilson, Donald R.		S	Dec/83		600		3602
MONTREAL CITY AND DISTRICT SAVINGS BANK, THE	Castonguay, Claude	Common	DI	Aug/83		500		1000
MORGAN HYDROCARBONS INC	Harris, Edmund A.	Common	S	Nov/83		89		3011

REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
MORGAN HYDROCARBONS INC Continued,	Holton, Norman W.	Common	S	Nov/83		104		3213
	Indirect Holdings			--	1			25714
	Hopwood, Terrence J.		S	Nov/83		99		679
	Horte, Vernon L.		DS	Nov/83		36		219326
	Lawson, James E.		S	Nov/83		102		415
	McPherson, A. Neil		S	Nov/83		92		630
	Shepherd, Donald W.		S	Nov/83		127		2519
MOUNT JAMIE MINES LIMITED	Dickie, William P.	Common	D	--				
	RRSP			Nov/83	1	8000		8000
MUSCOCHO EXPLORATIONS LIMITED	Daly, John F.	Common	D	Nov/83			8000	42000
NATIONAL SEA PRODUCTS LIMITED	125457 Canada Limited	Class A	B	--	IR			1600
	H.B. Nickerson & Sons Ltd.			--	IR1			2313341
	125457 Canada Limited	Class B	B	--	IR			298149
	H.B. Nickerson & Sons Ltd.			--	IR1			4301
	Nickerson, Jerry E.A. H.B. Nickerson & Sons Ltd.	Common	B	DDISI Dec/83		299748	1	
	wedgeport Marine Products Limited			Dec/83	1	2180243		---
	Topley, Sally	Common	S	--	IR	137399		---
NATIONAL RESOURCE EXPLORATIONS LTD.								1000
NEWFOUNDLAND LIGHT & POWER CO. LIMITED	Vivian, Cecil R.	Class A	S	Nov/83		100		
	Indirect Holdings			1983	T	38		1192
	Fagan, Frank F.	Common	S	1983	1	614		261
				1983 Nov/83	T M	45	1113	1109

REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
NEWFOUNDLAND TELEPHONE COMPANY LIMITED (Continued)	Fagan, Frank F. Spouse	Common	S	Nov/83	M 1	1113		1113
NEWMEX GOLD RESOURCES INC.	Rash, Mark M. Rash & Co. Ltd.	Common	B	-- Nov/83	1	500		621225
NORANDA MINES LIMITED	Flemming, Brian RRSP	9 1/2% Pref. Series A	D	-- Nov/83	1	50		50
NORCEN ENERGY RESOURCES LIMITED	Andrews, Harold E. Savings Plan	Common	S	Nov/83	E		82	---
	Andrews, Harold E. Savings Plan	Non-Voting Ordinary	S	Nov/83	E 1	194		194
	Andrews, Harold E. Savings Plan	Voting Ordinary	S	Nov/83	E 1	82		82
	Lebel, J. Louis RRSP	Common	D	Nov/83	E 1		400 800	---
	Lebel, J. Louis RRSP	Non-Voting Ordinary	D	Nov/83	E	400		400
	Lebel, J. Louis RRSP	Voting Ordinary	D	Nov/83	E 1	800		800
	Purves, Robert P.	Common	DI	--	IR			500
	Radler, F.D. Savings Plan	Non-Voting Ordinary	-- Nov/83	E 1		549		---
	Radler, F.D. Savings Plan	Voting Ordinary	-- Nov/83	E 1		549		549
	Radler, F.D. Savings Plan	Convertible Jr. Preferred	D	Nov/83		1600		1600
	Yarnell, John R.	Non-Voting Ordinary	Nov/83				490	10

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR		MONTH-END	
						ACQUIRED	DISPOSED		HOLDINGS
NORCEN ENERGY RESOURCES LIMITED	Yarnell, John R.	Voting Ordinary	D	Nov/83				490	10
(Continued)									
NORTHERN TELECOM LIMITED	Gagnon, Jean P. Spouse	Common	SI	--					41
	Naumann, William L.		D	Nov/83		300			1800
	Barker, William G.	Common	D	Nov/83		1500			3000
	Bestianich, George J.		S	--	IR				6795
	Bilyk, David W.		--	--	IR				2265
	Cribb, L. Stephen		--	--	IR				2265
	Fortier, Martin G.		S	--	IR				13590
	Gallant, F.W. Lynn		--	--	IR				2265
	Green, Harold G. Spouse		S	Nov/83		13590			13590
			--	--	1				1150
NORTHLAND BANK	Guenette, Roland P.		S	--	IR				4530
	McBain, Harold B.		S	--	IR				4530
	McLeod, Iain F.		--	--	IR				4000
	Naylor, David		S	--	IR				6795
	Neapole, William E.		S	--	IR				22695
	Palmer, Dale M.		S	--	IR				2000
	Reilly, Bruce E.		S	--	IR				4530
	Riedel, Barry R.		--	--	IR				3170
	Roantree, Norma J.		S	Nov/83		1000			1100
	Ross, James I. M.		S	--	IR				6795
	Searth, Alan W.		D	Nov/83		3000			3400
	Schaalje, Kenneth L.		--	--	IR				2265
	Schaefer, Barry D.		--	--	IR				2265

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
NORTHLAND BANK (Continued)	Schmidt, Walter	Common		--	IR			3170
	Simmons, William H.		SI	--	IR			2000
	Simpell, John R.			--	IR			2265
	Simpson, Glen A.		S	Nov/83		6795		6995
	Willson, Robert A.		DS	Nov/83		6795		11795
	Crawford, France	Common	DS	Nov/83	V	24000		28000
NOVA BEAUCAGE MINES LIMITED	Harrop, Christopher J.F. Canterbury Financial Services Limited		DB	--				
	Milne, Glen A. Kingshield Corporation			Nov/83	V 1	1814358		2116751
	Papworth, Ian G.		DS	Nov/83	V	614364		716758
	Baker, Donald F.			Nov/83	V 1	1200000		1400000
	Larmour, Ronald D.		S	Nov/83	V	30000		35000
	MacIver, Alex N.		S	Nov/83	V	22040		44080
	McGregor, Stewart D. RRSP	Common	D	Nov/83	V	11000		22000
	McGregor, William S. Merry Mac Investments Ltd.		DS	Nov/83	V	117000		234000
	W.S. McGregor Investments Ltd.			Nov/83	V 1	2000		4000
	McKeough, William D.		DS	Nov/83	V	9000		18000
	Montgomery, C.R.S. C.E.C. Investments Ltd.			Nov/83	V 1	150980		301960
	Pletcher, James H. RRSP			Nov/83	V 1	628632		1257264
	Spousal RRSP		D DISI	Nov/83	V	1000		2000
	Wilson, Wilfred J.		S	Nov/83	V	3790		7580
				Nov/83	V 1	48500		97000
			S	Nov/83	V	200		400
				Nov/83	V 1	200		400
				Nov/83	V 1	400		800
			S	Nov/83	V	1000		2000

REPORTING ISSUER	INSIDER	SECURITY	REL.'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
OCCIDENTAL PETROLEUM CORPORATION	Murdock, David H.	Common	D	--				
	International Mining Corporation			Nov/83	1	350923		3782012
OCELOT INDUSTRIES LIMITED	Solomon, George C.	Class B	D	--				
	Western Limited			Nov/83	1	1500		13200
OLD CANADA INVESTMENT CORPORATION LIMITED	McLaughlin, Everett R. S.	Common	DB	Jul/83			5400	233169
	Greenbriar Holdings Limited			--	1			18948
	Woods, David M.		D	Jan/83 May/83 Jul/83		4606 3960	15000	131839
	Hall, Dennis E.	Common	D	Dec/83		4998		256500
OMEGA HYDROCARBONS LTD	Hall, Thomas J.		DS	Nov/83	1	49999		3131120
	Alberta Gas Products		--	--				2309940
	New North Oil & Gas Ltd		--	--	1			184200
ONYX PETROLEUM EXPLORATION COMPANY LIMITED	Hall-Staples, Bonnie C.		S	Dec/83		12499		82000
	Flanagan, Dennis G.	Common	DS	Dec/83		5000		24809
	Other Indirect			--	1			19140
	Simus, Allan J. RRSP		DS	-- Nov/83 Dec/83	1 1	900 100		1000 3900 4000
ORCATECH INC	Needham, Michael J. M.J. Needham Enterprises Limited	Common	D	--				
	Needham, Michael J. M.J. Needham Enterprises Limited	Units	D	--	IR1			5000
	Standel, Jr. Richard R.	Common	S	Nov/83		1000		2500
	Somervail, James B.	Common	DS	Oct/83			7000	33501
ORRWELL ENERGY CORPORATION LTD)	Webster, Donald C.	Warrants	D	--				

REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
PAGURIAN CORPORATION LIMITED, THE (Continued)	Webster, Donald C. In Trust	Warrants	D	Nov/83	1		146759	---
PATHFINDER FINANCIAL CORPORATION	Van Nest, Norman G.	Common	DSB	--				
	NGVN Investment Corporation			Nov/83	1	27000	20000	1813000
				Nov/83	1			
PENN WEST PETROLEUM LTD.	Pennant Resources Limited	Common	B	Dec/83			245000	4217000
PENNINGTON'S STORES LIMITED	Pennington's Stores Limited	Preference		Nov/83		25		
				Nov/83	R		25	---
PETRO-CANADA PRODUCTS INC. (FORMERLY 055909)	Petro-Canada Petro-Canada Inc.	Class A	B	--				63039469
				--	IR1			
	Petro-Canada Petro-Canada Inc.	Class B	B	--				2035538
				--	IR1			
PHILLIPS PETROLEUM COMPANY	Davison, Joseph W.	Common	S	Nov/83	G		30	408
POTTER DISTILLERIES LTD	Terry, Harold J.C. Potter Holdings Ltd. Northland Estates Ltd.	Class A	DSB	Nov/83	M		30000	19342 195963 12733
				--	1			
				--	1			
	Terry, Jean L.			--	IR			34824
		Class B		--	IR			1087
PRAIRIE OIL ROYALTIES COMPANY LIMITED	Loucks, Wilfrid A.	Common	S	Nov/83		1000		1000
PROVIGO INC.	Constantineau, Richard	Common	D	Nov/83			90	819
PUBLIC SERVICE ELECTRIC AND GAS COMPANY	Franklin, Robert H.	Common	S	Nov/83		1		337
	James, Carroll D. Wife		S	Nov/83		1		774 53
				--	1			
	Librizzi, Frank P.		S	Nov/83		8		1205
	Morris, Everett L.		S	Nov/83			86	3068

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
PUBLIC SERVICE ELECTRIC AND GAS COMPANY (Continued)	Morris, Everett L. Wife	Common	S	Nov/83	G I	86		1250
	Wife Jointly with Mother-in-Law			--	I			1333
	Rizzi, Louis L.		S	Nov/83		8		785
	Saller, William		S	Nov/83		2		223
QUEBEC TELEPHONE	Bouchard, Ghislain	Common	S	Nov/83		250		1248
	Duchesne, Robert		S	Nov/83		250		366
	Laroche, Gilles		S	Nov/83		200		1154
	Mercier, Charles		DS	Nov/83		250		4240
RANCHMEN'S EXPLORATION & DEVELOPMENT PARTNERSHIP (1976)	Sirois, Raymond		DS	Nov/83		250		9069
	Soucy, Simon		S	Nov/83		250		3365
	Kaita, Ellen K.	Class A Non-Voting	S	Nov/83	X	3400		
				Nov/83			3400	220
REGAL GOLDFIELDS LIMITED	MacDonald, John G.	Cum. Red. Conv. 1st Pref.	SSI	Nov/83			2000	15800
	Canadian Oil & Gas Fund Ltd.			--	I			17154
	Bannerman, Douglas E. Bannerman & Company	Common	DSB	Oct/83		3000		103000
				Oct/83	I	1000		
REICHOLD LIMITED	Dewban Holdings Limited Emsdale Sands Limited			Nov/83	I	19000		20000
				--	I			1900000
				--	I			702000
	Dixon, Paul E.	Common	D	--	IR			I
ROGERS CABLESYSTEMS INC.	Montague, George H. RRSP		D	Nov/83	T	2		598
				Nov/83	T I	40		8128
	Olson, Jay R.		D	--	IR			I
	Shields, Brian W.		DS	Dec/83			2	246
ROGERS CABLESYSTEMS INC.	Friesen, David E.	Class B	S	Nov/83		1398		31778
	Hamilton-Piercy, Nicholas	Class A	S	Aug/83	X	1560		1560

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
ROGERS CABLESYSTEMS INC. (Continued)	Hamilton-Piercy, Nicholas	Class B	S	Aug/83	X	1560		
SCEPTRE RESOURCES LIMITED	Duffy, W. Leslie	Common	D	Nov/83	X	4238		32374
	Fletcher, Gerald L.	Options	S	--	IR	1000		3000
SCINTILORE EXPLORATIONS LIMITED	Hames, Clifford M.	Common	S	Nov/83			8500	16666
SCOTTISH & YORK HOLDINGS LIMITED	Lord Thomson of Fleet 1963 Trust Standard St Lawrence Company Limited, The	Class B Preference	B	--				8100
				May/83	T 1	7365		
				Aug/83	T 1	7227		
				Nov/83	T 1	6148		34545
SEEL MORTGAGE INVESTMENT CORPORATION	Philpott, David G.	Common	D	--				
	RSP			Nov/83	1	220		4200
SHAWNEE PETROLEUMS LIMITED	McCoy, Wayne A.	Common	D	Nov/83		24000		91000
SHELL OIL COMPANY	Jacobsen, John C.	Securities	S	--	IR			---
SHELTER OIL & GAS LTD.	Scott, Kenneth A. Scogil Res. Ltd.	Preferred	D	Nov/83	1	900		955
				--				2500
SHEPHERD PRODUCTS LIMITED	McCarroll, Raymond A.	Common	D	Nov/82	6	6		
				May/83	6	6		518
				Nov/83	1	311		
	In Trust			Nov/83	1	293		25604
	Price, Paul S. P.S. Price Holdings Ltd		DSB	Nov/83	1	6994		526194
				Nov/83		74		5517
	Ross, Marvin W.		D	Nov/83		23		1713
SILTRONICS LTD. (FORMERLY 827990)	Cowlin, Raymond A.E.	Common	S	Nov/83	X	5750		5750
SILVER LAKE RESOURCES INC.	Eplett, William S. Eplett Natural Resources Ltd.	Common	DS	Nov/83			8500	268500
				--	1			10000
SILVERTON RESOURCES LTD.	Shaw, Richard F.	Common	DS	Nov/83		2000		58133

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
SILVERTON RESOURCES LTD. (Continued)	Shaw, Richard F. Glen Isle Exploration Ltd. Anhedral Holdings Ltd.	Common	DS	-- --	1 1			183783 36000
SILVERWOOD INDUSTRIES LIMITED	Excesil Corporation	Class A	B	Nov/83		6089		36524
SIMPSON'S-SEARS LIMITED	Hudson's Bay Company	Class B		Nov/83		2662		227588
SKILL RESOURCES LTD.	O'Sullivan, Donald O'Sullivan Resources Ltd.	Common	D	--	IR		10800	13440798
			--	--	IR1			164495
								600859
STANDARD BROADCASTING CORPORATION LIMITED	Skill Resources Ltd. Searle, Peter F.	Class B Pref. Common		Nov/83 S Nov/83		39900 2000		401700 2000
STERLING TRUST CORPORATION	General Trust of Canada	Common	B	Nov/83		260		1105183
SUMACH RESOURCES INC.	Christensen, Royal J. Fraser, Robert D. Frasco Management Ltd.	Common	D	-- -- Oct/83 Nov/83	IR 1 1		116000	50000 810000 2047000
	Lee, William B.		D	--	IR			50000
	Radford, Kenneth J. Jamieson & Radford Consultants Ltd.		D	--				120000
	Bantford Inv.			Nov/83 Nov/83 Nov/83	1 1 1	103000	19500 25000	83500 ---
SUPERIOR OIL COMPANY, THE	Shinn, George L.	Common	D	Nov/83		200		600
SYDNEY DEVELOPMENT CORPORATION	Balcom, Graeme S. Indirect Holdings	Common	S	Nov/83 Nov/83 --		1547 1700		25951 50000
	Balcom, Graeme S.	Warrants	S	Nov/83	E	2000		2000
	Chapman, Bruce H.	Common	S	Nov/83 Nov/83		7000	1000	88466
	Pidduck, Geoffrey D.		SI	Nov/83		1393		1755

REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
SYDNEY DEVELOPMENT CORPORATION (Continued)	Rekrutiak, Kenneth E.	Common	S	Oct/83		2500		2500
TJN GOLD EXPLORATIONS LTD	Gilbert, Ina E. Steel Investments Limited	Common	SB	--				
	Gilbert, Ina E. Steel Investments Limited	warrants	SB	--		60000		206666
	Heitz, Michael E. JD & M Investments Inc.	Common	B	--				
	Freedman, Patricia F.	Common	S	Oct/83	1	137500		137500
TALCORP LIMITED		Preferred		Oct/83		15000	100	35000
	Guminski, John A.	Options	S	--	IR		200	---
TECK CORPORATION	Hallbauer, Robert E.		DS	Dec/83		35000		35100
	Metallgesellschaft AG Metallgesellschaft Canada Limited	Class B	B	--				
	Shipley, George R.	Options	S	--	IR	300000		3542900
	Taylor, John G.		S	--	IR			3000
	Thompson, David A.		S	--	IR			4000
	Wright, Robert J.		S	--	IR			35000
TECTONIC ENERGY CORPORATION	Aikman, Stephen B. In Trust	Common	B	--				10000
	Aikman, William H. Other Indirect			Nov/83	1	20000	20000	194744 178474
TELE-METROPOLE INC.	Giguere, Roland	Class B	D	Nov/83 Nov/83	X	10800	10800	281496 52170
	Trudeau, Robert		S	Nov/83	X	2600		40610
THIRD CANADIAN GENERAL INVESTMENT TRUST LIMITED	Morgan, E. Louise	Common	DSDIS	Nov/83		1095		7308
								1861

REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
THIRD CANADIAN GENERAL INVESTMENT TRUST LIMITED (Continued)	Third Canadian General Investment Trust Limited	First Pref. Series A		Nov/83		400		31850
FIVEFIVE PETROLEUMS LTD	Edmunds, Roger H.	Common	DS	--	IR	562		52981
TORONTO-DOMINION BANK	de Gaspe Beaubien, P.	Common	D	--	IR			2000
TORSTAR CORPORATION	Andrews, Harry E.	Class B	S	May/83 Nov/83		546	2000	2500
TRADERS GROUP LIMITED	Arnott, Stanley D. Son	Common Class A	SI	Oct/83 Nov/83 --		100 100 1		3449
TRANS-CANADA RESOURCES LTD.	Dakin, Guy L.	Common	DS	Sept/83 Nov/83	X X		5000 10000	600 200
TRANSALTA UTILITIES CORPORATION	Total Eastcan Exploration Ltd. Barry, Edward J. Dobson, Thomas S.	Class A Common \$1.40 Conv. 2nd Preferred	B S S	Nov/83 Nov/83 Nov/83		2000		1120000
	Phillips, Ross F. Investment Holding Company	Common	D	1983 Nov/83 --		48 100		1013
	Schaefer, Harry G.	\$1.40 Conv. 2nd Preferred	S	Nov/83	M	150	400	3450
TRANSCANADA PIPELINES LIMITED	Dome Canada Limited	Common	B	Dec/83			5306886	---
TRANSCANADA PIPELINES LIMITED (FORMERLY 893990)	Dobson, Thomas S.	Class A warrant	DI	--	IR	219 400		3639
		Class B warrant	--	--	IR			---
								64
								160

REPORTING ISSUER	INSIDER	SECURITY	REL N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
TRILON FINANCIAL CORPORATION	Allan, Ralph T. M.	Class II Cum. Redeemable Conv. Pref. Series One	S	--				
	552762 Ontario Limited			Dec/83	1	9800		9800
	Brascan Limited	Class A Warrants	B	Nov/83	X	747923		747923
	Cornellisen, Michiel A.	Class i Cum. Redeemable Conv. Pref. Series One	DS	--				
	Cornellisen, Michiel A. 546609 Ontario Ltd.	Class I Cum. Redeemable Pref. Series 1	DS	--	IR1			24400
	Hawkrigg, Melvin M.	Class II Cum. Redeemable Conv. Pref. Series One	DS	Dec/83		24400		24400
	Lambert, Allen T.		DS	Dec/83		24400		24400
	Simon, Robert P.		SI	--	IR			9800
TRITEX PETROLEUM CORP.	Rash, Mark M. Rash & Co. Limited	Common	B	--				
	Nov/83			Nov/83	1	5900		293747
TUNDRA GOLD MINES LIMITED	Miller, Harry I.	Common	DS	Nov/83			10000	6000
TWIN GOLD MINES LTD.	Daniels, Dolores A.	Common	DS	Nov/83		58		30116
UNION CARBIDE CORPORATION	Hart, A. Sherburne	Common	S	Nov/83		1896		4815
UNION GAS LIMITED	Ingram, Donald C. Employee Share Ownership Plan	Common	S	Nov/83		4000		14760
				Oct/83	1	92		4370
				Nov/83	1	171		
	Mahoney, Joseph E. Employee Share Ownership Plan		S	Nov/83		3000		5700
				Oct/83	1	40		1199
				Nov/83	1	62		
	McKeough, William D.		DS	Nov/83		10000		42000

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
UNION GAS LIMITED (Continued)	McKeough, William D. Company Employee Share Ownership Plan	Common	DS					
				Oct/83	I	208		
				Nov/83	T I	416		10542
UNITED CANADIAN SHARES LIMITED	United Canadian Shares Limited	Common		Nov/83		5700		5700
VEDRON LIMITED	La Prairie, Leon F.	Common	DS	Nov/83			5000	148900
VICTORIA AND GREY TRUST COMPANY	Victoria and Grey Trustco Limited	Common	B	Nov/83	E	397		9099833
WAITE DFAULT MINES LIMITED	Harrop, Christopher J.F.	Common	D	--				
	Canterbury Financial Services Limited			Nov/83	I		6000	67000
HIRAM WALKER RESOURCES LTD.	Gieruszczak, Thaddeus E. wife Stock Purchase & Savings Plan	Common	SI	-- Oct/83	I		253	12000 500
	Waugh, Glen T. wife		SI	-- Nov/83	I		3400	245 1479 ---
WESTERN RESOURCES MINERALS LIMITED	Allison, Albert	Common	B	Dec/83			50425	86325
	Rosmar Corp. Ltd.			--	I			70800
WESTGROWTH PETROLEUMS LTD.	Resource Service Group Ltd., The	Preferred B	B	Nov/83		300		11400
WESTMIN RESOURCES LIMITED	Verveda, H. William Trustee	Common	S	Nov/83 Nov/83 --	X 1	1000	1000	600 168 ---
WORLDWIDE ENERGY CORPORATION	Baird, Ronald N. Brown, George A.	Securities	S	-- --	IR IR			---
	Jones Heward Management Limited	Common	B	--	IR			1000
ZAVITZ TECHNOLOGY INC	Cedar Glen Resources Ltd.	Class A Pref.	B	--	IR			100000
		Class B Pref.		--	IR			135000
		Common		--	IR			600000

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
ZAVITZ TECHNOLOGY INC (Continued)	Kuzak, Peter	Class A Pref.	DSB	--				
	Kuzak Associates Ltd.			Jul/83	1	50000		50000
				Oct/83	1	5000		55000
	Kuzak, Peter	Common	DSB	--				
	Kuzak Associates Ltd.			Jul/83	1	300000		687000
				Oct/83	1	50000		737000
	Simmons, Robert A. Haddow Holdings Ltd.	Class A Pref.	B	--				
				Jul/83	1	50000		50000
				Oct/83	1	5000		55000
	Simmons, Robert A. Haddow Holdings Ltd.	Common	B	--				
				Jul/83	1	300000		687000
				Oct/83	1	50000		737000

REPORT UNDER SECTION 113 OF THE ACT

MANAGEMENT COMPANY	SELLER	PURCHASER	DATE OF TRANSACTION	NATURE OF TRANSACTION
PRINCIPAL SECURITIES MANAGEMENT LIMITED	Principal Venture Fund Ltd.	Cormie, Donald M.	Oct. 26, 1983	117 Mutual Fund Shares
"	"	"	Oct. 27, 1983	358 Mutual Fund Shares
"	"	Cormie, Eivor Emilie	Oct. 17, 1983	10 Mutual Fund Shares
"	"	Cormie, Neil B.	Oct. 4, 1983	1144 Mutual Fund Shares
"	"	"	Oct. 13, 1983	800 Mutual Fund Shares
"	"	"	Oct. 24, 1983	1,106 Mutual Fund Shares
"	"	Mercer & Williams Agency Ltd.	Oct. 7, 1983	530 Mutual Fund Shares
"	"	Mitchell, D. Grant	Oct. 5, 1983	26 Mutual Fund Shares
"	"	"	Oct. 6, 1983	26 Mutual Fund Shares
"	"	"	Oct. 27, 1983	55 Mutual Fund Shares
"	"	Principal Group Ltd.	Oct. 24, 1983	82,964 Mutual Fund Shares
"	"	"	Oct. 24, 1983	82,964 Mutual Fund Shares

CHAPTER 8
NOTICES OF EXEMPT FINANCINGS

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Nov. 15, 1983	Gennaro, John	CABOT TRUST COMPANY COMMON SHARES	\$10,000	1,000 shares
Nov. 15, 1983	Gennaro, John	CABOT TRUST COMPANY PREFERENCE SHARES	25,000	2,000 shares
Nov. 18, 1983	Campus-Consortium Consultants Limited	CANADIAN EDUCATIONAL MICROPROCESSOR CORPORATION CLASS B SHARES	202,795	40,559 shares
"	Meridian Technologies Inc.	"	602,540	120,508 shares
"	North American Ventures Fund	"	324,665	64,933 shares
Dec. 02, 1983	Han, Frederick	CONESTOGA BRIDGE CAPITAL CORP. - CLASS E SPECIAL SHARES	105,000	105 shares
Nov. 25, 1983	510450 Ontario Inc.	DEVTRAN PETROLEUM LTD. - UNITS	4,000	1 units
"	Chrobak, Bronislaw	"	"	1 "
"	Chrobak, Joe J.	"	"	1 "
"	Chrobak, John J.	"	"	1 "
"	Clitherow, Richard J.	"	"	1 "
"	Cowan, Susan M.	"	"	1 "
"	Directcard Identification Systems Ltd.	"	40,000	10 units
"	Fairbank, Charles	"	20,000	5 units
"	Fairbank, Jean G.	"	4,000	1 units
"	Gariepy, John T.	"	"	1 "
"	Goodman, Nathan E.	"	24,000	6 units

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Nov. 25, 1983	Holland, N.F.	DEVTRAN PETROLEUM LTD. - UNITS	\$4,000	1 units
"	Jodama Holdings Limited	"	24,000	6 units
"	Koritko, David W.	"	4,000	1 units
"	Koritko, Katherine	"	"	1 "
"	Pardee Investments	"	36,000	9 units
"	Robinson, Leonard G.	"	12,000	3 units
"	Saunders, Paul	"	4,000	1 units
"	Stevens, Gary B.	"	"	1 "
"	Zentner, Joan	"	8,000	2 units
Nov. 28, 1983	Dofasco Employees' Savings and Profit Sharing Fund	GOLDALE INVESTMENTS LIMITED UNITS	820,000	200,000 units
"	Dofasco Supplementary Retirement Income Plan	"	"	200,000 "
Nov. 30, 1983	Bennett, Joslin	GUELPH REST HOME PARTNERSHIP UNITS	40,000	4 units
"	Campbell, Lynda J.	"	"	4 "
"	Crane, David S.	"	"	4 "
"	DeKluyver, Corrie J.	"	"	4 "
"	Ellison, Walter T.	"	"	4 "
"	Foulkes, Bertha	"	"	4 "
"	Gatrill, Adrian	"	"	4 "

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Nov. 30, 1983	Helgason, Gunnar J.	GUELPH REST HOME PARTNERSHIP UNITS	\$80,000	8 units
"	Lerch, Laurence A.	"	40,000	4 units
"	Marshall, Paul M.	"	"	4 "
"	Murray, George K.	"	"	4 "
"	Murray, Sidney	"	"	4 "
"	Ritch, Peter	"	"	4 "
"	Rollins, Maurice H.	"	80,000	8 units
"	Rumack, Martin	"	40,000	4 units
"	Santos, Acacio	"	"	4 "
"	Santos, John	"	"	4 "
"	Sennik, Bushan K.	"	"	4 "
"	Sennik, Vir B.	"	"	4 "
"	Shape, Frank	"	"	4 "
"	Stoddart, Phyllis	"	"	4 "
"	Swain, Harry	"	"	4 "
"	Wiggins, Denise E.	"	"	4 "
Nov. 11, 1983	Noranda Inc. Collective Investment Fund	HARVEST UNIT TRUST - UNITS	307,526	200,000 shares
"	Noranda Mines Limited Operational Employees' Pension Plan	"	153,763	100,000 shares

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Nov. 11, 1983	Noranda Mines Limited Retirement Annuity Plan	HARVEST UNIT TRUST - UNITS	\$307,526	200,000 shares
Dec. 12, 1983	Edper Investments Limited	HEES INTERNATIONAL CORPORATION COMMON SHARES	300,000	2,000,000 shares
"	Pagurian Corporation Limited, The	"	600,000	4,000,000 shares
Dec. 02, 1983	Abel, David F.	JOURNEY'S END PARTNERSHIP UNITS	106,000	2 units
"	Bishop, Michael	"	"	2 "
"	Boardman, B. Richard	"	"	2 "
"	Brown, Robert T.	"	"	2 "
"	Closs, Maurice J.	"	"	2 "
"	Coleman, Richard L.	"	"	2 "
"	Estate of A.A. Schmon	"	"	2 "
"	Freitag, Carl A.	"	"	2 "
"	Hendrick, Keith C.	"	"	2 "
"	Heule, Robert K.	"	"	2 "
"	James, William	"	"	2 "
"	Johnson, Clifford H.	"	"	2 "
"	Lawson, James H.	"	"	2 "
"	Lowe, Donald C.	"	"	2 "
"	MacDonald, William J.	"	"	2 "

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Dec. 02, 1983	MacDougald, J. Boyce	JOURNEY'S END PARTNERSHIP UNITS	\$106,000	2 units
"	Powis, Alfred	"	106,000	2 units
"	Rice, Victor	"	"	2 "
"	Shufelt, John G.	"	"	2 "
"	Simms, Anthony J.	"	"	2 "
"	Simms, Thomas B.	"	"	2 "
"	Stoik, John L.	"	"	2 "
"	Taylor, Edward	"	"	2 "
"	Widdrington, Peter N.T.	"	"	2 "
"	Zimmerman, Adam	"	"	2 "
Dec. 02, 1983	Campbell, H. S.	LOCHIEL EXPLORATION LTD. JUNIOR PREFERRED SHARES SERIES C	31,500	675 shares
"	Cuthbertson, John H.	"	52,500	1,125 shares
"	Hoffmann, C. S. L.	"	21,000	450 shares
"	Jennings, Robert G.	"	105,000	2,250 shares
"	Johnson, C. D.	"	21,000	450 shares
"	Millard, James A.	"	105,000	2,250 shares
"	Petromark Minerals Ltd.	"	2,625,000	56,250 shares
"	Spackman, R. L.	"	31,500	675 shares

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Dec. 02, 1983	Stickland, Ken S.	LOCHIEL EXPLORATION LTD. JUNIOR PREFERRED SHARES SERIES C	\$26,250	562.5 shares
"	Stuart, C. Michael	" "	105,000	2,250 shares
"	Wilmot, John A.	" "	26,250	562.5 shares
Nov. 23, 1983	Harlequin Enterprises Limited	OLYMPIA & YORK DEVELOPMENTS LIMITED - FIRST MORTGAGE SINKING FUND BOND, SERIES B AT 9 1/4% DUE DEC. 31, 2000	2,422,000	\$2,422,000
Nov. 28, 1983	McColl, St. Clair	PRIME ENERGY LTD. - UNITS	100,000	1 units
"	Schwartz, Gerald W.	" "	"	1 "
"	Steel, Jane	" "	"	1 "
Nov. 30, 1983	Continental Pacific Corporation	SONOR PETROLEUM CORPORATION COMMON SHARES	225,000	450,000 shares
Dec. 06, 1983	Anand, Parvesh	SUDBURY HOTEL DEVELOPMENT PARTNERSHIP - UNITS	101,664	1 units
"	Begg, Robert C.	" "	203,328	2 units
"	Chiu, Theresa	" "	101,664	1 units
"	Clark, Robert	" "	"	1 "
"	Cowan, John	" "	203,328	2 units
"	Dawson, William	" "	101,664	1 units
"	Fairley, Robert	" "	"	1 "
"	Fischbacher, Theodore	" "	"	1 "

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Dec. 06, 1983	Gatien, Raymond	SUDBURY HOTEL DEVELOPMENT PARTNERSHIP - UNITS	\$101,664	1 units
"	Gertzbien, Stanley	"	101,664	1 units
"	Gleeson, Thomas R.	"	"	1 "
"	Goldberg, Arnold	"	"	1 "
"	Hacking, Fred	"	"	1 "
"	Haddon, Roger	"	203,328	2 units
"	Hanley, William	"	101,664	1 units
"	Hradsky, Nadine	"	"	1 "
"	Johnson, Peter	"	"	1 "
"	Kutas, George	"	"	1 "
"	Lal, Rehka Basant	"	"	1 "
"	McCunn, Donald	"	"	1 "
"	McCunn, Mary	"	"	1 "
"	McCutcheon, Larry	"	"	1 "
"	McMillan, Neville	"	"	1 "
"	McMullen, William	"	"	1 "
"	Morris, Jeffrey	"	"	1 "
"	Singer, William	"	"	1 "
"	Struk, Oleh A.	"	"	1 "

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Dec. 06, 1983	Wannan, Barry W.	SUDBURY HOTEL DEVELOPMENT PARTNERSHIP - UNITS	\$101,664	1 units
"	Wolff, Menachem	"	101,664	1 units
"	Wood, Donald	"	"	1 "
Oct. 28, 1983	R.L.M. Investments Incorporated	VANGUARD TRUST OF CANADA LIMITED - COMMON SHARES	749,995	122,950 shares

RESALE OF SECURITIES

FORM - 21

DATE OF RESALE	DATE OF ORIG PURCHASE	SELLER	SECURITY	PRICE	AMOUNT
Nov. 10, 1983	Nov. 25, 1982	Canadian Anaesthetists' Mutual Accumulating Fund Limited	CANADIAN UTILITIES LIMITED CLASS A SHARES	\$36,750	3,000 shares
Nov. 10, 1983	Nov. 25, 1982	Graphic Communications Inter- national Union Supplemental Retirement & Disability Fund	"	42,875	3,500 "
Nov. 10, 1983	Nov. 25, 1982	Ironworkers Ontario Pension Fund	"	36,750	3,000 "
Nov. 10, 1983	Nov. 25, 1982	Norcen Energy Resources Pension Plans	"	9,800	800 "
Nov. 10, 1983	Nov. 25, 1982	Simpsons-Sears Limited Guaranteed Retirement Income Plan	"	62,475	5,100 "
Nov. 10, 1983	Nov. 25, 1982	Tradex Investment Fund Limited	"	20,825	1,700 "
Dec. 01, 1983	Nov. 01, 1979	Canadian Imperial Bank of Commerce	GEORGE WESTON LIMITED PREFERRED SHARES, SERIES "Z"	25,000,000	250,000 shares
Nov. 11, 1983	Apr. 29, 1983	Dofasco Employees' Savings and Profit Sharing Fund	HEES INTERNATIONAL CORP. COMMON SHARES	31,000	2,000 shares
"	"	"	"	37,250	2,000 "
"	"	"	"	39,300	2,500 "
Nov. 14, 1983	"	"	"	10,937	700 "
Nov. 16, 1983	"	"	"	15,500	1,000 "
Nov. 17, 1983	"	"	"	65,100	4,200 "
Nov. 21, 1983	"	"	"	15,625	1,000 "
"	"	"	"	15,875	1,000 "
"	"	"	"	75,600	4,800 "

RESALE OF SECURITIES

FORM - 21

DATE OF RESALE	DATE OF ORIG PURCHASE	SELLER	SECURITY	PRICE	AMOUNT
Nov. 22, 1983	Apr. 29, 1983	Dofasco Employees' Savings and Profit Sharing Fund	HEES INTERNATIONAL CORP. COMMON SHARES	\$127,000	8,000 shares
Nov. 23, 1983	"	"	"	44,450	2,800 "
Nov. 25, 1983	"	"	"	20,800	1,300 "
Nov. 23, 1983	Apr. 29, 1983	Dofasco Supplementary Retirement Income Plan	"	139,200	8,700 "
"	"	"	"	254,000	16,000 "
Nov. 28, 1983	"	"	"	48,000	3,000 "
Nov. 09, 1983	Jul. 16, 1983	Dofasco Employees' Savings and Profit Sharing Fund	MASSEY-FERGUSON LIMITED WARRANTS	22,600	20,000 WTS
Nov. 14, 1983	Apr. 12, 1981	Dofasco Supplementary Retirement Income Plan	PEOPLES JEWELLERS LIMITED CLASS A SHARES	33,125	2,500 shares
"	"	"	"	69,524	5,200 "
Nov. 23, 1983	"	"	"	2,774	200 "
Nov. 28, 1983	"	"	"	31,725	2,300 "
Nov. 28, 1983	Feb. 02, 1983	Canadian National Railway Company	UNION GAS LIMITED COMMON SHARES	30,436	2,800 shares
Nov. 29, 1983	"	"	"	54,350	5,000 "
Nov. 30, 1983	"	"	"	620,852	57,700 "

NOTICE OF INTENTION TO DISTRIBUTE SECURITIES PURSUANT TO SUBSECTION 7 OF SECTION 71

<u>SELLER</u>	<u>SECURITY</u>	<u>AMOUNT</u>
Metallgesellschaft Canada Limited	TECK CORPORATION - 9 1/2% CONVERTIBLE DEBENTURE	\$3,000,000
Helpert, Jack	BROWN, MCDADE RESOURCES LTD. COMMON SHARES	209,900 shares
Habstrust Inc.	REVENUE PROPERTIES COMPANY LIMITED NON-VOTING CLASS B SHARES	95,900 "
Metallgesellschaft Canada Limited	TECK CORPORATION - CLASS B SUBORDINATE VOTING SHARES	1,000,000 "
Metallgesellschaft Canada Investments Limited	TECK CORPORATION - CONVERTIBLE 7 1/2% PREFERENCE SHARES SERIES A	70,000 "
Waggoner III, Thomas J.	TRANS-WESTERN EXPLORATION INC. - COMMON SHARES	80,000 "

CHAPTER 9

TAKE-OVER BIDS, ISSUER BIDS

9.1 TAKE-OVER BIDS, ISSUER BIDS

TAKE-OVER BIDS, ISSUER BIDS

BELL CANADA ENTERPRISES INC. *
(OFFEROR)

TRANSCANADA PIPELINES LIMITED
(OFFEREE)

CROWN INC. *#
(OFFEROR)

VILLAGCENTRES LIMITED
(OFFEREE)

GROSMONT RESOURCES LTD.
(OFFEROR)

T.T.Y. PARAMOUNT PARTNERSHIP NO.4 #

PEGA CAPITAL RESOURCES LTD. #
(OFFEROR)

H.I.I. ENERGY 80 PARTNERSHIP
(OFFEREE)

NOTICE OF INTENTION - FORM 35

FISCAL INVESTMENTS LIMITED

* Cash Offer
Share Exchange

CHAPTER 10
CONTINUOUS DISCLOSURE FILINGS

Public Documents Filed with the Ontario Securities Commission

ISSUER	TITLE
A.E. LEPAGE CAPITAL PROPERTIES	LISTING OF SHARES
ACTIFUND LTD.	AUD. ANN. FIN. STMT.
ACTION TRADERS INC.	IFS 9 MN SE 30 83
ACTION TRADERS INC.	CERTIF. OF MAILING
ADVANCE MURGOR EXPLORATIONS LIMITED	IFS 6 MN OC 31 83
AGASSIZ RESOURCES LTD.	IFS 3 MN SE 30 83
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MEGACARD TECHNOLOGIES INC.	RULING/ORDER/REASONS
MENTOR EXPLORATIONS & DEVELOPMENT CO.,	IFS 9 MN SE 30 83
MERCANTILE BANK OF CANADA, THE	PRESS RELEASE
MERIDIAN TECHNOLOGIES INC.	IFS 6 MN SE 30 83
MERIDIAN TECHNOLOGIES INC.	PRESS RELEASE
MERLAND EXPLORATIONS LIMITED	IFS 9 MN SE 30 83
MESTON LAKE RESOURCES INC.	IFS 9 MN SE 30 83
MESTON LAKE RESOURCES INC.	SHRHLDRS. MTNG. MAT.
METALORE RESOURCES LIMITED	IFS 6 MN SE 30 83
MICC INVESTMENTS LIMITED	IFS 9 MN SE 30 83
MICC INVESTMENTS LIMITED	CERTIF. OF MAILING
MIDLAND DOHERTY FINANCIAL CORPORATION	IFS 6 MN SE 30 83

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ISSUER	TITLE
MILNER CONSOLIDATED SILVER MINES LTD.	IFS 9 MN SE 30 83
MINING GEOPHYSICS COMPANY LIMITED	IFS 6 MN SE 30 83
MINORCO CANADA LIMITED	FORM 28-ANN. FILING
MITEL CORPORATION	PRESS RELEASE
MITEL CORPORATION	PRELIM. PROSPECTUS
MOBIL CORPORATION	10Q 9 MN SE 30 83
MOLCO INDUSTRIES LIMITED	IFS 9 MN SE 30 83
MONARCH INVESTMENTS LIMITED	T.S.E. MATERIAL
MONENCO LIMITED	IFS 9 MN SE 30 83
MORGAN HYDROCARBONS INC.	IFS 9 MN SE 30 83
MORRISON PETROLEUMS LIMITED	IFS 9 MN SE 30 83
MORRISON PETROLEUMS LIMITED	PRESS RELEASE
MORRISON PETROLEUMS LIMITED	APPLICATION
MOTION CONTROL SYSTEMS INC.	PRIVATE PLACEMENTS
MOUNT JAMIE MINES LIMITED	IFS 9 MN SE 30 83
MUNICIPAL FINANCIAL CORPORATION	SHRHLDRS. MTNG. MAT.
MURPHY OIL COMPANY LTD.	IFS 9 MN SE 30 83
MUTEC EQUITIES LTD.	IFS 3 MN SE 30 83
MW RESOURCES LIMITED	IFS 9 MN SE 30 83
N.M. DAVIS CORPORATION LIMITED	IFS 9 MN SE 30 83
NABU MANUFACTURING CORPORATION	IFS 13 WK OC 01 83
NABU MANUFACTURING CORPORATION	PRESS RELEASE
NABU MANUFACTURING CORPORATION	PRESS RELEASE
NAHANNI MINES LIMITED	IFS 9 MN SE 30 83
NATIONAL BANK OF CANADA	PRESS RELEASE
NATIONAL BANK OF CANADA	PRESS RELEASE
NATIONAL BUSINESS SYSTEMS INC.	PRESS RELEASE
NATIONAL TRUST COMPANY, LIMITED	AUD. ANN. FIN. STMT.
NATIONAL TRUST COMPANY, LIMITED	PRESS RELEASE
NATIONAL TRUST COMPANY, LIMITED	PRESS RELEASE
NATIONAL TRUST COMPANY, LIMITED	SHRHLDRS. MTNG. MAT.
NBU MINES LTD.	IFS 9 MN SE 30 83
NBU MINES LTD.	IFS 9 MN SE 30 83
NEARCTIC RESOURCES INC.	CERTIF. OF MAILING
NELMA INFORMATION INC.	RULING/ORDER/REASONS
NEW KELORE MINES LTD.	AUD. ANN. FIN. STMT.
NEW KELORE MINES LTD.	AUD. ANN. FIN. STMT.
NEW KELORE MINES LTD.	SHRHLDRS. MTNG. MAT.
NEW KELORE MINES LTD.	SHRHLDRS. MTNG. MAT.
NEW MOUNT COSTIGAN MINES LIMITED	CERTIF. OF MAILING
NEW REALM RESOURCES INC.	RULING/ORDER/REASONS
NEWCAN MINERALS LTD.	ANNUAL REPORT
NEWCAN MINERALS LTD.	SHRHLDRS. MTNG. MAT.
NORCEN ENERGY RESOURCES LIMITED	PRESS RELEASE
NORCEN ENERGY RESOURCES LIMITED	CERTIF. OF MAILING
NORDAIR LTD.	PRESS RELEASE
NORTHERN TELECOM LIMITED	PRESS RELEASE
NORTHGATE EXPLORATION LIMITED	PRESS RELEASE

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NORTHLAND BANK	PRESS RELEASE
NORTHOKA HOLDINGS LIMITED	RULING/ORDER/REASONS
NOVA BEAUCAGE MINES LIMITED	T.S.E. MATERIAL
NUFORT RESOURCES INC.	IFS 9 MN SE 30 83
NUINSCO RESOURCES LIMITED	PRESS RELEASE
NUTAAQ R & D INVESTMENTS	RULING/ORDER/REASONS
NUTAAQ SOFTWARE INC.	RULING/ORDER/REASONS
O.S.C. BULLETIN	VOLUME 6 #39/83
OAKWOOD PETROLEUMS LTD.	IFS 9 MN SE 30 83
OAKWOOD PETROLEUMS LTD.	PRESS RELEASE
OAKWOOD PETROLEUMS LTD.	PRESS RELEASE
OAKWOOD PETROLEUMS LTD.	PRESS RELEASE
OCELOT INDUSTRIES LIMITED	IFS 9 MN SE 30 83
OMEGA HYDROCARBONS LTD.	IFS 9 MN SE 30 83
ONAPING RESOURCES LIMITED	IFS 9 MN SE 30 83
ONTEX RESOURCES LIMITED	IFS 9 MN SE 30 83
OPACT ENERGY LTD.	IFS 6 MN SE 30 83
OPI LTD.	IFS 9 MN SE 30 83
OPIMIAN CALIFORNIA VINEYARDS	PRELIM. PROSPECTUS
OPTIONS CLEARING CORPORATION	FINANCIAL YEAR END D
ORBIT OIL & GAS LTD.	IFS 9 MN SE 30 83
ORBIT OIL & GAS LTD.	PRESS RELEASE
OSHAWA GROUP LIMITED, THE	T.S.E. MATERIAL
OSHAWA GROUP LIMITED, THE	PRIVATE PLACEMENTS
OSHAWA GROUP LIMITED, THE	CERTIF. OF MAILING
OTTER DORCHESTER INSURANCE COMPANY	IFS 9 MN SE 30 83
PACIFIC CASSIAR LIMITED	PRESS RELEASE
PACIFIC COPPER MINES LTD.	IFS 3 MN SE 30 83
PACIFIC COPPER MINES LTD.	SHRHLDRS. MTNG. MAT.
PACIFIC NORTHERN GAS LTD.	IFS 9 MN SE 30 83
PACIFIC NORTHERN GAS LTD.	CERTIF. OF MAILING
PACIFIC NORTHERN GAS LTD.	SHRHLDRS. MTNG. MAT.
PACO CORPORATION OF CANADA LIMITED	AUD. ANN. FIN. STMT.
PAGURIAN CORPORATION LIMITED, THE	T.S.E. MATERIAL
PALOMA PETROLEUM LTD.	IFS 9 MN SE 30 83
PAN MACKENZIE PETROLEUMS LIMITED	IFS 9 MN SE 30 83
PAN MACKENZIE PETROLEUMS LIMITED	CERTIF. OF MAILING
PAN-CANA 80	IFS 9 MN SE 30 83
PAN-CANA 81	IFS 9 MN SE 30 83
PANCONTINENTAL OIL LTD.	TAKEOVER/FORM 35
PANGO GOLD MINES LIMITED	IFS 9 MN SE 30 83
PARLAKE RESOURCES LIMITED	IFS 9 MN SE 30 83
PARQUET RESOURCES INC.	IFS 9 MN SE 30 83
PARQUET RESOURCES INC.	LET. TO SHAREHOLDERS
PE BEN OILFIELD SERVICES LTD.	IFS 9 MN SE 30 83
PEGASUS GOLD LTD.	IFS 9 MN SE 30 83
PENN WEST PETROLEUM LTD.	IFS 9 MN SE 30 83
PENNANT RESOURCES LIMITED	IFS 9 MN SE 30 83

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ISSUER	TITLE
PENNANT RESOURCES LIMITED	T.S.E. MATERIAL
PETRO-SUN INTERNATIONAL INC.	IFS 9 MN SE 30 83
PHILLIPS PETROLEUM COMPANY	THIRD QUARTER REPORT
PHOENIX CANADA OIL COMPANY LIMITED	PRESS RELEASE
PIPESTONE BAY RESOURCES LTD.	IFS 9 MN SE 30 83
PLACE MONTFORT APARTMENT PROJECT	AUD. ANN. FIN. STMT.
PLACE MONTFORT APARTMENT PROJECT	SHRHLDRS. MTNG. MAT.
PLANNED RESOURCES FUND LTD.	IFS 6 MN SE 30 83
POMINEX LTD.	IFS 9 MN SE 30 83
POMINEX LTD.	LET. TO SHAREHOLDERS
PONDER OILS LTD.	IFS 9 MN SE 30 83
PONY SPORTING GOODS LIMITED	IFS 9 MN SE 30 83
PORTFIELD INDUSTRIES INCORPORATED	IFS 6 MN SE 30 83
PRADO EXPLORATIONS LIMITED	IFS 9 MN SE 30 83
PRECAMBRIAN SHIELD RESOURCES LIMITED	IFS 9 MN SE 30 83
PRIZE PUZZLE INC.	PRIVATE PLACEMENTS
PROFLEX LIMITED	IFS 9 MN SE 30 83
PRUDENTIAL PLACE APARTMENT PROJECT	IFS 9 MN SE 30 83
PUBLIC STORAGE CANADIAN PROPERTIES (ALSO	IFS 9 MN SE 30 83
PUISSANCE CORPORATION	IFS 9 MN SE 30 83
PUISSANCE CORPORATION	CERTIF. OF MAILING
QUARTET ENERGY RESOURCES LTD.	IFS 9 MN SE 30 83
QUARTET ENERGY RESOURCES LTD.	LET. TO SHAREHOLDERS
QUASAR SYSTEMS LIMITED	PRIVATE PLACEMENTS
QUEBEC COBALT AND EXPLORATION LTD.	IFS 9 MN SE 30 83
QUEBEC EXPLORERS CORPORATION LTD.	IFS 9 MN SE 30 83
QUEBEC GOLD BELT MINES LIMITED	MERGER-AMALGAMATION
QUEENSTON MANOR LIMITED PARTNERSHIP	RULING/ORDER/REASONS
QUINTEKO RESOURCES LTD.	IFS 6 MN SE 30 83
QUINTEKO RESOURCES LTD.	CERTIF. OF MAILING
QUINTEKO RESOURCES LTD.	LET. TO SHAREHOLDERS
R.F. OIL INDUSTRIES LTD.	PRESS RELEASE
RALEIGH MINERALS LIMITED	IFS 9 MN OC 31 83
RANNEY GOLD MINES LIMITED	IFS 9 MN SE 30 83
RAYLLOYD RESOURCES LIMITED	IFS 6 MN SE 30 83
REDSTONE RESOURCES INC.	IFS 9 MN SE 30 83
REGAL GOLDFIELDS LIMITED	IFS 9 MN SE 30 83
RENAISSANCE ENERGY LTD.	T.S.E. MATERIAL
RESOLUTE PETROLEUMS LIMITED	SHRHLDRS. MTNG. MAT.
REVENUE PROPERTIES COMPANY LIMITED	IFS 9 MN SE 30 83
REXWOOD PRODUCTS LIMITED	IFS 9 MN SE 30 83
RIO ALGOM LIMITED	PRESS RELEASE
ROGERS CABLESYSTEMS INC.	PRIVATE PLACEMENTS
ROLLINS MEADOWVALE PARTNERSHIP	PROSPECTUS
ROLLINS WELLAND PARTNERSHIP	PROSPECTUS
ROMFIELD BUILDING CORPORATION LIMITED	IFS 9 MN SE 30 83
ROXY PETROLEUM LTD.	IFS 9 MN SE 30 83
ROYAL BANK OF CANADA, THE	PRESS RELEASE

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S.I.S. EXPLORATION CORPORATION	IFS 6 MN SE 30 83
S.I.S. EXPLORATION CORPORATION	CERTIF. OF MAILING
S.I.S. EXPLORATION CORPORATION	MERGER-AMALGAMATION
S.I.S. EXPLORATION CORPORATION	SHRHLDRS. MTNG. MAT.
SANTA MARIA RESOURCES LIMITED	IFS 9 MN SE 30 83
SCARBORO RESOURCES LIMITED	PRESS RELEASE
SCEPTRE 1980-81 EXPLORATION PROGRAM	PROGRESS REPORT
SCEPTRE 1980-81 PROGRAM	IFS 9 MN SE 30 83
SCEPTRE RESOURCES LIMITED	IFS 9 MN SE 30 83
SCEPTRE SASKATCHEWAN 80 PROGRAM	IFS 9 MN SE 30 83
SCEPTRE SASKATCHEWAN 80 PROGRAM	PROGRESS REPORT
SCINTILORE EXPLORATIONS LIMITED	PRIVATE PLACEMENTS
SCOTTISH & YORK HOLDINGS LIMITED	CERTIF. OF MAILING
SCURRY-RAINBOW OIL LIMITED	NOTICE OF MEETING
SECO-CEMP LIMITED	ANNUAL REPORT
SECO-CEMP LIMITED	SHRHLDRS. MTNG. MAT.
SELKIRK COMMUNICATIONS LIMITED	PRESS RELEASE
SENLAC RESOURCES INC.	PRESS RELEASE
SEVEN OAKS APARTMENTS LTD.	SHRHLDRS. MTNG. MAT.
SHELTER OIL AND GAS LTD.	IFS 6 MN SE 30 83
SHEPHERD PRODUCTS LIMITED	IFS 3 MN SE 30 83
SHERRITT GORDON MINES LIMITED	DIVIDEND NOTICE
SHERRITT GORDON MINES LIMITED	PRESS RELEASE
SHERRITT GORDON MINES LIMITED	PRESS RELEASE
SIENNA RESOURCES LIMITED	PRESS RELEASE
SIFTON PROPERTIES LIMITED	CERTIF. OF MAILING
SIGMA MINES (QUEBEC) LIMITED	IFS 9 MN SE 30 83
SIGMA MINES (QUEBEC) LIMITED	MERGER-AMALGAMATION
SILTRONICS LTD.	IFS 13 WK SE 30 83
SILTRONICS LTD.	CERTIF. OF MAILING
SILVER ACORN DEVELOPMENTS LIMITED	IFS 6 MN SE 30 83
SILVER ACORN DEVELOPMENTS LIMITED	LET. TO SHAREHOLDERS
SILVER LAKE RESOURCES INC.	IFS 9 MN NO 28 83
SILVER LAKE RESOURCES INC.	IFS 9 MN SE 30 83
SILVER LAKE RESOURCES INC.	CERTIF. OF MAILING
SILVER LAKE RESOURCES INC.	CERTIF. OF MAILING
SIMCOE ERIE INVESTORS LIMITED	IFS 9 MN SE 30 83
SIMPSONS-SEARS LIMITED	PRESS RELEASE
SIMPSONS-SEARS LIMITED	PRESS RELEASE
SKILL RESOURCES LTD.	T.S.E. MATERIAL
SLATER STEEL INDUSTRIES LIMITED	IFS 6 MN SE 30 83
SNOWBERRY DOWNS LIMITED PARTNERSHIP	AUD. ANN. FIN. STMT.
SOLO RESOURCES & ENERGY INC.	IFS 9 MN SE 30 83
SONOR PETROLEUM CORPORATION	PRESS RELEASE
SONOR PETROLEUM CORPORATION	T.S.E. MATERIAL
SONORA GOLD CORP.	PRELIM. PROSPECTUS
SORREL RESOURCES LTD.	PRESS RELEASE

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SPAR AEROSPACE LIMITED	IFS 9 MN SE 30 83
SPAR AEROSPACE LIMITED	PRIVATE PLACEMENTS
SPAR AEROSPACE LIMITED	CERTIF. OF MAILING
SPARTON RESOURCES INC.	IFS 9 MN SE 30 83
SPARTON RESOURCES INC.	FORM 27-MAT. CHANGE
SPRINGLAKE RESOURCES LTD.	RULING/ORDER/REASONS
ST. ANDREW GOLDFIELDS LTD.	T.S.E. MATERIAL
STAMPEDE INTERNATIONAL RESOURCES INC.	IFS 6 MN SE 30 83
STANDARD BROADCASTING CORPORATION	FORM 27-MAT. CHANGE
STANDARD INDUSTRIES LTD.	CERTIF. OF MAILING
STANFORD RESOURCES LIMITED	IFS 6 MN SE 30 83
STATES EXPLORATION LTD.	IFS 6 MN SE 30 83
STEINBERG INC.	IFS 12 WK OC 22 83
STEINBERG INC.	PRESS RELEASE
STEINBERG INC.	SHRHLDRS. MTNG. MAT.
STERLING TRUST CORPORATION	IFS 9 MN SE 30 83
STRAND OIL & GAS LTD.	T.S.E. MATERIAL
STRATAS CORPORATION LTD.THE (FORMERLY	IFS 9 MN SE 30 83
STRATAS CORPORATION LTD.THE (FORMERLY	CERTIF. OF MAILING
STRATAS CORPORATION LTD.THE (FORMERLY	LET. TO SHAREHOLDERS
STRATHEARN HOUSE GROUP LIMITED	IFS 9 MN SE 30 83
STROUD RESOURCES LTD.	IFS 26 WK SE 30 83
STROUD RESOURCES LTD.	CERTIF. OF MAILING
STROUD RESOURCES LTD.	PRESS RELEASE
SUMACH RESOURCES INC.	IFS 9 MN SE 30 83
SUMMIT 2-C, THE	PRIVATE PLACEMENTS
SUMMIT 2-C, THE	OFFERING MEMORANDUM
SUNCOR INC.	PRESS RELEASE
SUNCOR INC.	PRESS RELEASE
SUNCOR INC.	DIVIDEND NOTICE
SUPERIOR ACCEPTANCE CORPORATION LIMITED	IFS 9 MN SE 30 83
SUPERIOR OIL COMPANY	PRESS RELEASE
SUPERIOR OIL COMPANY	PRESS RELEASE
SUPERIOR OIL COMPANY	FORM 8-K
SYDNEY DEVELOPMENT CORPORATION	PRESS RELEASE
SYSTEMHOUSE LTD.	PRESS RELEASE
T.G. BRIGHT & CO. LIMITED	CERTIF. OF MAILING
TALCORP LIMITED	IFS 9 MN SE 30 83
TALCORP LIMITED	PRESS RELEASE
TALLEY CORPORATION	PRIVATE PLACEMENTS
TANGLEWOOD CONSOLIDATED RESOURCES INC.	IFS 6 MN SE 30 83
TANGLEWOOD CONSOLIDATED RESOURCES INC.	LET. TO SHAREHOLDERS
TARA EXPLORATION AND DEVELOPMENT COMPANY	IFS 9 MN SE 30 83
TAURUS FUND LIMITED	IFS 6 MN SE 30 83
TELE-METROPOLE INC.	ANNUAL REPORT
TELE-METROPOLE INC.	SHRHLDRS. MTNG. MAT.
TELESCAN TECHNOLOGIES INC.	IFS 6 MN SE 30 83
TELESCAN TECHNOLOGIES INC.	CERTIF. OF MAILING

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TELESCAN TECHNOLOGIES INC.	LET. TO SHAREHOLDERS
TERRA MINES LTD.	EXEMPT FINANCING NOT
TERRA MINES LTD.	PRESS RELEASE
TERRATECH RESOURCES INC.	IFS 9 MN SE 30 83
TEXAS INTERNATIONAL COMPANY	T.S.E. MATERIAL
THOMAS NATIONWIDE TRANSPORT LIMITED	IFS 3 MN SE 30 83
THOMAS NATIONWIDE TRANSPORT LIMITED	LET. TO SHAREHOLDERS
THOMAS NATIONWIDE TRANSPORT LIMITED	PRESS RELEASE
THOMPSON-LUNDMARK GOLD MINES LIMITED	IFS 3 MN SE 30 83
THOR RESOURCES INC.	AUD. ANN. FIN. STMT.
TIPPERARY RESOURCES LIMITED	IFS 6 MN SE 30 83
TIVERTON PETROLEUMS LTD.	IFS 6 MN SE 30 83
TOMBILL MINES LIMITED	IFS 9 MN SE 30 83
TORONTO CREDITS, LTD.	IFS 9 MN SE 30 83
TORONTO SUN PUBLISHING CORPORATION	IFS 26 WK OC 29 83
TORONTO SUN PUBLISHING CORPORATION	PRESS RELEASE
TORONTO-DOMINION BANK	T.S.E. MATERIAL
TRANS CANADA GLASS LTD.	IFS 9 MN SE 30 83
TRANSALTA RESOURCES CORPORATION	IFS 9 MN SE 30 83
TRANSALTA RESOURCES CORPORATION	T.S.E. MATERIAL
TRANSALTA RESOURCES CORPORATION	T.S.E. MATERIAL
TRANSCANADA PIPELINES LIMITED	PRESS RELEASE
TRANSCONTINENTAL RESOURCES LIMITED	IFS 3 MN SE 30 83
TRANSPACIFIC ASBESTOS INC.	IFS 9 MN SE 30 83
TRAPPER RESOURCES LTD.	ANNUAL REPORT
TRAPPER RESOURCES LTD.	SHRHLDRS. MTNG. MAT.
TRILON FINANCIAL CORPORATION	EXEMPT FINANCING NOT
TRIMAC LIMITED	PRESS RELEASE
TRIMAC LIMITED	CERTIF. OF MAILING
TRINITY MINES INC.	RULING/ORDER/REASONS
TRINITY MINES INC.	RULING/ORDER/REASONS
TRIZEC CORPORATION LTD.	PRESS RELEASE
TUNDRA GOLD MINES LIMITED	PRESS RELEASE
TURBO RESOURCES LIMITED	IFS 9 MN SE 30 83
TURBO RESOURCES LIMITED	PRESS RELEASE
UNICAN SECURITY SYSTEMS LTD.	IFS 3 MN SE 30 83
UNICORP CANADA CORPORATION	IFS 9 MN SE 30 83
UNICORP CANADA CORPORATION	PRESS RELEASE
UNICORP CANADA CORPORATION	CERTIF. OF MAILING
UNITED CANSO OIL & GAS LTD.	PRESS RELEASE
UNITED SISCOE MINES INC.	IFS 9 MN SE 30 83
UNITED STATES STEEL CORPORATION	IFS 9 MN SE 30 83
UNITED TIRE & RUBBER CO. LIMITED	IFS 9 MN SE 30 83
UNITED TIRE & RUBBER CO. LIMITED	CERTIF. OF MAILING
UNIVERSAL FUELS COMPANY	ANNUAL REPORT
UNIVERSAL FUELS COMPANY	RULING/ORDER/REASONS
VALLEY OIL & GAS CORP.	AUD. ANN. FIN. STMT.
VALLEY OIL & GAS CORP.	SHRHLDRS. MTNG. MAT.

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VALLEY OIL & GAS CORP.	LET. TO SHAREHOLDERS
VAN HORNE GOLD EXPLORATION INC.	IFS 9 MN SE 30 83
VAN HORNE GOLD EXPLORATION INC.	LET. TO SHAREHOLDERS
VAN HORNE GOLD EXPLORATION INC.	CERTIF. OF MAILING
VERSATILE CORPORATION	IFS 3 MN SE 30 83
VILLACENTRES LIMITED	CERTIF. OF MAILING
VS SERVICES LTD.	PRESS RELEASE
WABIGOON RESOURCES LIMITED	SHRHLDRS. MTNG. MAT.
WADDY LAKE RESOURCES INC.	IFS 9 MN SE 30 83
WADDY LAKE RESOURCES INC.	PRESS RELEASE
WAINOCO 77 CANADA	IFS 9 MN SE 30 83
WAINOCO 77 CANADA	IFS 9 MN SE 30 82
WAINOCO 77 CANADA	CERTIF. OF MAILING
WAINOCO 79 CANADA	IFS 9 MN SE 30 83
WAINOCO 80 CANADA	IFS 9 MN SE 30 83
WAITE DFAULT MINES LIMITED	IFS 9 MN SE 30 83
WAITE DFAULT MINES LIMITED	LET. TO SHAREHOLDERS
WALDEC OF CANADA LIMITED	IFS 9 MN SE 30 83
WARDAIR INTERNATIONAL LTD.	PRESS RELEASE
WARREN EXPLORATIONS LIMITED	IFS 9 MN SE 30 83
WARRINGTON INC.	IFS 9 MN SE 30 83
WESCAP ENERGY CORPORATION	AUD. ANN. FIN. STMT.
WEST JAY PETROLEUMS LTD.	MERGER-AMALGAMATION
WESTAR MINING LTD.	PRESS RELEASE
WESTBURNE INTERNATIONAL INDUSTRIES LTD.	IFS 9 MN SE 30 83
WESTBURNE INTERNATIONAL INDUSTRIES LTD.	CERTIF. OF MAILING
WESTERN RESOURCES MINERALS LIMITED	IFS 9 MN SE 30 83
WESTFIELD MINERALS LIMITED	PRESS RELEASE
WESTFORT PETROLEUMS LTD.	PRESS RELEASE
WESTGROWTH PETROLEUMS LTD.	PRESS RELEASE
WESTGROWTH PETROLEUMS LTD.	CERTIF. OF MAILING
WESTGROWTH PETROLEUMS LTD.	LET. TO SHAREHOLDERS
WESTGROWTH PETROLEUMS LTD.	LET. TO SHAREHOLDERS
WHIM CREEK CONSOLIDATED N.L.	T.S.E. MATERIAL
WHITE STAR COPPER MINES LIMITED	SHRHLDRS. MTNG. MAT.
WILSHIRE OIL COMPANY OF TEXAS	PRESS RELEASE
WITCO CHEMICAL CORPORATION	IFS 9 MN SE 30 83
WOODWARD ACCEPTANCE COMPANY LIMITED	IFS 39 WK OC 29 83
WOODWARD STORES LIMITED	PRESS RELEASE
WORLDWIDE EQUITIES LIMITED	PRESS RELEASE
YORK RESOURCES N.L.	ANNUAL REPORT
YORK RUSSEL INC.	PRESS RELEASE
YVANEX DEVELOPMENTS LIMITED	IFS 6 MN SE 30 83
YVANEX DEVELOPMENTS LIMITED	LET. TO SHAREHOLDERS
YVANEX DEVELOPMENTS LIMITED	SHRHLDRS. MTNG. MAT.
ZENITH ELECTRIC SUPPLY LIMITED	VOLUNTARY DISSOLUTION

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CHAPTER 11

NEW ISSUE AND SECONDARY FINANCING

11.1 FINAL RECEIPTS - PROSPECTUSES

11.1.1 RESOURCE FUND INTERNATIONAL LTD.

Resource Fund International Ltd.

A final receipt issued October 28, 1983, for a prospectus dated October 28, 1983, offering for sale shares of Resource Fund International Ltd. at the net asset value per share plus 5%.

Promoter: Heinhold Commodities Inc.

Agents: Richardson Greenshields of Canada Limited
Wood Gundy Limited
Levesque, Beaubien Inc.

11.1.2 RMN-1 SMALL BUSINESS DEVELOPMENT CORPORATION

RMN-1 Small Business Development Corporation

Final receipt issued December 6, 1983 for a prospectus dated December 5, 1983 qualifying for sale 2,500,000 common shares at \$1.00 per share to net the Company \$2,250,000 before expenses.

Promoters: Taxplan Investments Limited
Remi J. McNamara

Agent: Taxplan Investments Limited

11.1.3 RMN-2 SMALL BUSINESS DEVELOPMENT CORPORATION

RMN-2 Small Business Development Corporation

Final receipt issued December 6, 1983 for a prospectus dated December 5, 1983 qualifying for sale 2,500,000 common shares at \$1.00 per share to net the Company \$2,250,000 before expenses.

Promoters: Taxplan Investments Limited
Remi J. McNamara

Agent: Taxplan Investments Limited

11.1.4 BYTEC-COMTERM INC.

Bytec-Comterm Inc.

Final receipt issued December 8, 1983 for prospectus dated December 8, 1983 offering 3,300,000 common shares at \$8.625 per share to net the treasury of the Company an aggregate of \$26,614,500.

Underwriters: Burns Fry Limited
Dominion Securities Ames Limited
Walwyn Stodgell Cochran Murray Limited

11.1.5 CTG, INC.

CTG, Inc.

Final receipt issued December 8, 1983 for a prospectus dated December 8, 1983 offering 1,100,000 Units (each consisting of one common share and one-half of a common share purchase warrant) at \$10.00 per unit to net the treasury of the Company an aggregate of \$10,076,514.

Underwriter: Wood Gundy Limited
Walwyn Stodgell Cochran Murray Limited

11.1.6 MEDICAL CENTRES NUMBER ONE PARTNERSHIP

Medical Centres Number One Partnership

Final receipt issued December 8, 1983 for a prospectus dated December 5, 1983 qualifying a minimum of 600 and a maximum of 1,200 partnership units at \$5.00 per unit, to net the partnership a minimum of \$2,700,000 and a maximum of 5,400,000, before expenses of the offering.

Agent: Taxplan Investments Limited

Promoters: Canhealth Systems Limited
R and J Medical Management Ltd.
Remi McNamara

11.1.7 MOTHER'S RESTAURANTS LIMITED

Mother's Restaurants Limited

Final receipt issued December 8, 1983 for a prospectus dated December 5, 1983 filed by Mother's Restaurants Limited qualifying for sale in Ontario 100,000 units, each unit consisting of four common shares and one common share purchase warrant, at \$45.00 per unit to provide net proceeds to the Company of \$4,140,000 before deducting expenses of issue.

Promoters: Mother's Restaurants Incorporated

Underwriter: Merrill Lynch Canada Inc.

11.1.8 RIVER PARK ESTATES PARTNERSHIP

River Park Estates Partnership

Final receipt issued December 8, 1983 for a prospectus dated December 5, 1983 qualifying 2,160,000 partnership units at \$1.00 per unit, with a minimum subscription of 10,800 units, to net the partnership \$1,954,800 before the expenses of this offering.

Agent: Qualico Securities Limited

Promoter: Qualico Developments Limited

11.1.9 CANADIAN SATELLITE COMMUNICATIONS INC.

Canadian Satellite Communications Inc.

Final receipt issued December 9, 1983 for a prospectus dated December 8, 1983 qualifying 4,000,000 common shares at \$5.00 per share to provide a minimum of \$18,600,000 and a maximum of \$19,300,000 net proceeds to the Company before expenses of the offering.

Underwriters: Levesque, Beaubien Inc.
Wood Gundy Limited
Merrill Lynch Canada Inc.
Pemberton Houston Willoughby Incorporated

11.1.10 ELEVEN EVERGREEN LIMITED PARTNERSHIP

Eleven Evergreen Limited Partnership

A final receipt was issued December 9, 1983 for a prospectus dated December 8, 1983 offering 750 limited partnership units at \$5,000 per unit with a minimum purchase of two units. Net proceeds to the Partnership are \$2,070,000.

Promoter: Shelter Corporation of Canada Limited

Agent: In Ontario through registered dealers

11.1.11 FALCONRIDGE ESTATES LIMITED PARTNERSHIP

Falconridge Estates Limited Partnership

Final receipt issued December 12, 1983 for a prospectus dated December 8, 1983 qualifying 3,840,500 limited partnership units at \$1.00 per unit, with a minimum subscription of 10,000 units, to net the Company \$3,494,855 before the expenses of this issue.

Promoter: Qualico Developments Ltd.

Agent: Qualico Securities Ltd.

11.1.12 TERRACE VIEW APARTMENTS

Terrace View Apartments

Final receipt issued December 9, 1983 for a prospectus dated December 2, 1983 qualifying 1,295 partnership units, with a minimum subscription of 7 units for \$7,000 to net the Partnership a maximum of \$1,191,400 before deducting the expenses of the issue.

Promoter: Shelter Corporation of Canada Limited

Agent: Richardson Greenshields of Canada Limited

11.1.13 HOMESTAKE EXPLORATIONS LIMITED

Homestake Explorations Limited

Receipt issued November 10, 1983 for prospectus dated November 7, 1983 qualifying up to 500,000 common shares to be offered at \$1.15 each to net the Company \$500,000.

There is also a secondary issue of 250,000 common shares the proceeds from which will accrue to the selling shareholders and not the Company.

Underwriters: Hector M. Chisholm & Co. Limited
Davidson Partners Limited
Canarim Investment Corporation

Promoter: V. N. Harbinson

11.1.14 CHATEAU STORES OF CANADA LTD.

Chateau Stores of Canada Ltd.

A final receipt was issued December 12, 1983 for a prospectus dated December 8, 1983 offering 900,000 Class A subordinate voting shares at \$11.25 per share to net the Company \$6,644,531. before deducting expenses of the issue.

There is a secondary offering of 270,000 shares offered by the Underwriter at \$11.25 per share. None of the proceeds of the secondary offering accrue to the Company.

Undewriter: McLeod Young Weir Limited
Levesque, Beaubien Inc.

11.1.15 WESTERN PULP LIMITED PARTNERSHIP

Western Pulp Limited Partnership

Final receipt issued December 12, 1983 for a prospectus dated December 8, 1983 filed by Western Pulp Limited Partnership qualifying for sale in Ontario 110,000 Class A limited partnership units at \$1,000 per unit to provide net proceeds to the Partnership of \$102,300,000 before deducting expenses of issue.

Promoters: British Columbia Forest Products Limited
Doman Industries Limited
Whonnock Industries Limited
Western Forest Products Limited

Agents: Pemberton Houston Willoughby Incorporated
Pitfield Mackay Ross Limited
Wood Gundy Limited
Dominion Securities Ames Limited

11.2 FINAL RECEIPTS - EXCHANGE OFFERING PROSPECTUSES

11.2.1 CARTIER RESOURCES INC.

Cartier Resources Inc.

Final receipt issued December 8, 1983 for an exchange offering prospectus dated December 6, 1983 offering up to 1,100,000 units at approximately \$.25 each to net the Company a minimum of \$250,000 after commissions. A unit consists of one common share and one-half of a series "A" share purchase warrant.

Also qualified are a maximum of 100,000 units which may be issued under an option granted to the Agent and offered at approximately \$.25 each to net the Company an additional \$27,500.

Agent: Jones Gable & Company Limited

11.2.2 FLANAGAN MCADAM RESOURCES INC.

Flanagan McAdam Resources Inc.
(formerly McAdam Mining Corporation Limited)

Final receipt issued December 8, 1983 for an exchange offering prospectus dated December 6, 1983 offering up to 770,000 units at a price not less than the closing price of the Company's common shares on the T.S.E. on the trading date preceding the offering date. A unit consists of one common share and one series A share purchase warrant.

Agent: Merit Investment Corporation.

11.3 FINAL RECEIPT - SHORT FORM PROSPECTUS

11.3.1 HIRAM WALKER RESOURCES LTD.

Hiram Walker Resources Ltd.

A final receipt issued December 8, 1983 for a short form prospectus dated December 8, 1983 offering \$175,000,000 8 1/2% debentures, carrying the right to receive common share purchase warrants, at \$100 per \$100 principal amount of the debentures purchased plus actual interest, if any. This offering will net the Company \$171,500,000 before deducting the expenses of the issue.

Underwriters: Dominion Securities Ames Limited
Burns Fry Limited

11.3.2 MACMILLAN BLOEDEL LIMITED

MacMillan Bloedel Limited

Receipt issued December 9, 1983 for final short form prospectus dated December 8, 1983 qualifying 2,000,000 \$2.21 Class B retractable preferred shares series 6 (cumulative and redeemable) to be offered at \$25.00 to net the Company \$48,450,000.

Underwriter: Wood Gundy Limited

11.4 ACCEPTED - RIGHTS OFFERINGS

11.4.1 PANARCTIC OILS LTD.

Panarctic Oils Ltd.

Material acceptable to the Commission has been received in respect of the Company's thirteenth expansion financing whereby the shareholders are offered the right to subscribe for a total of 4,541,667 common shares at \$3.00 per share payable by performance of work.

11.4.2 THE TORONTO-DOMINION BANK

The Toronto-Dominion Bank

Pursuant to a Commission ruling dated November 25, 1983, material in satisfactory form has been delivered to and accepted by the Director.

11.4.3 WHARF RESOURCES LTD.

Wharf Resources Ltd.

Material acceptable to the Commission was filed on December 8, 1983, pursuant to sections 34(1)14 and 71(1)(h) of the Securities Act (Ontario).

11.5 PRELIMINARY PROSPECTUS WITHDRAWN

11.5.1 JOSS ENERGY LTD.

November 30, 1983,

Joss Energy Ltd.

The preliminary prospectus dated October 20, 1983 as amended November 2, 1983 has been withdrawn at the request of the Company.

11.6 AMENDMENTS RECEIVED

11.6.1 EATON BAY COMMONWEALTH FUND LTD.

December 6, 1983

Eaton Bay Commonwealth Fund Ltd.

Amendment #1 dated December 5, 1983 to prospectus dated April 16, 1983.

11.6.2 EATON BAY DIVIDEND FUND LTD.

Eaton Bay Dividend Fund Ltd.

Amendment #1 dated December 5, 1983 to prospectus dated April 30, 1983.

11.6.3 EATON BAY GROWTH FUND LTD.

Eaton Bay Growth Fund Ltd.

Amendment #1 dated December 5, 1983 to prospectus dated April 16, 1983.

11.6.4 EATON BAY INCOME FUND

Eaton Bay Income Fund

Amendment #1 dated December 5, 1983 to prospectus dated April 30, 1983.

11.6.5 EATON BAY INTERNATIONAL FUND LTD.

Eaton Bay International Fund Ltd.

Amendment #1 dated December 5, 1983 to prospectus dated April 16, 1983.

11.6.6 EATON BAY VIKING FUND LIMITED

Eaton Bay Viking Fund Limited

Amendment #1 dated December 5, 1983 to prospectus dated April 30, 1983.

11.6.7 WATERFORD HOUSE

December 12, 1983

Waterford House

Amendment #1 dated December 9, 1983 to prospectus dated November 28, 1983.

11.7 PRELIMINARY PROSPECTUSES RECEIVED

11.7.1 SELKIRK COMMUNICATIONS LIMITED

December 6, 1983

Selkirk Communications Limited

National Issue-Ontario

Offering \$ *, * Class A non-voting share and * Class A share purchase warrants, offered in units, each unit consisting of one Class A non-voting share and * Class A share purchase warrant. The units are price at \$ * per unit.

Underwriter: Burns Fry Limited

11.7.2 ARGENTEX RESOURCE EXPLORATION CORP.

December 7, 1983

Argentex Resource Exploration Corp.

Offering 1,200 units at a price of \$940.00 per unit. Unit A consists of 1,000 common shares and 500 series A warrants and unit B consists of the right to earn 1,000 common shares and 500 series A warrants.

Agent: Osler, Wills, Bickle Limited

11.7.3 SILVER HART MINES LTD.

Silver Hart Mines Ltd.

National Issue-Alberta

Offering 500,000 Class A shares (without nominal or par value) at a price of \$2.10 per share.

Underwriters: C. M. Oliver & Company Limited
Merit Investment Corporation
Walwyn Stodgell Cochran Murray Limited

CHAPTER 12
REGISTRATIONS (NIL)

THERE IS NO MATERIAL FOR THIS CHAPTER
IN THIS ISSUE

CHAPTER 25
OTHER INFORMATION

25.1 TRANSFERS WITHIN ESCROW

25.1.1 CARDIFF URANIUM MINES LIMITED

December 12, 1983

Cardiff Uranium Mines Limited
(certificate Nos. 2377 & 1296)

<u>FROM</u>	<u>TO</u>	<u>NO. OF SHARES</u>
Dickenson Mines Limited	Mid-North Engineering Services Limited	157,500

25.1.2 GATEWAY URANIUM MINES LIMITED

December 12, 1983

Gateway Uranium Mines Limited
(Certificate Nos. 1276; 1288; 1468)

<u>FROM</u>	<u>TO</u>	<u>NO. OF SHARES</u>
Kam-Kotia Mines Limited	Mid-North Engineering Services Limited	202,298

25.1.3 GOLDQUEST EXPLORATION INC.

December 12, 1983Goldquest Exploration Inc.
(for Certificate Nos. see attached Schedule "B")

<u>FROM</u>	<u>TO</u>	<u>NO. OF SHARES</u>
Mid-North Engineering Services Limited	Dickenson Mines Limited	6,078

25.1.4 GOLDQUEST EXPLORATION INC.

December 12, 1983Goldquest Exploration Inc.
(for Certificate Nos. see attached Schedule "B")

<u>FROM</u>	<u>TO</u>	<u>NO. OF SHARES</u>
Mid-North Engineering Services Limited	Kam-Kotia Mines Limited	30,387

25.1.5 LANGIS SILVER & COBALT MINING COMPANY LIMITED

December 12, 1983Langis Silver & Cobalt Mining Company Limited
(Certificate No. 01941)

<u>FROM</u>	<u>TO</u>	<u>NO. OF SHARES</u>
Kam-Kotia Mines Limited	Mid-North Engineering Services Limited	423,000

25.1.6 NEW KELORE MINES LIMITED

December 12, 1983New Kelore Mines Limited
(Certificate No. 26,832)FROMTONO. OF SHARESMid-North Engineering
Services LimitedKam-Kotia Mines
Limited

93,334

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CHAPTER 1
NOTICES/PRESS RELEASES

1.1 ADDRESS OF FRANK IACOBUCCI TO CONFERENCE BOARD OF CANADA

THE LEGAL VULNERABILITY OF
THE CORPORATE DIRECTOR

I Introduction

As a typical lawyer, I will start with a series of disclaimers and preliminary points:

1. as a member of the Ontario Securities Commission I must note that the views I express are my own and not those of the Commission or its staff;
2. since my audience is substantially corporate executives, I will avoid reference to technical concepts or statutory provisions but restrict my remarks to discussing some general themes around the topics that have been assigned to me;
3. in that connection, in the time allotted to me, I can raise only a few issues and even then discuss them at a general level rather than in depth.

The President of the Conference Board has asked me to discuss the growing incidence of litigation involving directors, in particular the challenges made by minority shareholders, dissident directors and shareholder groups, and the increasing scrutiny of directorship practices by regulatory bodies.

My comments will focus primarily on corporation law and, to a lesser extent, securities law and regulation. Obviously statutory rules affecting directors are also found in the criminal law, labour relations law, competition laws, bankruptcy laws and so on. These other legal areas are extremely important, and directors must be aware of, and sensitive to, the duties and obligations prescribed by numerous statutory provisions in such areas.

As Canada has recently undergone over a decade of corporate law reform and experience under new legal regimes, I think it is appropriate in giving my remarks to do what Petrarch said of the ancient city, namely, ask three questions:

1. where have we been?
2. where are we?
3. where are we going?

Thus I will attempt to provide a perspective of some developments in corporate law that affect directors in order to assess what has taken place and to identify some themes that appear to be emerging. Again let me emphasize that I will be discussing only some highlights of these developments and these but briefly. Finally, I shall also comment quickly on a few points concerning securities law.

II Corporation Law

A. The Background: Where Have We Been?

It is important to note that corporation law in our country and others reflects an enabling philosophy, that is, the general incorporation statutes encourage the formation of corporations for those who wish to obtain the benefits of incorporation. At the same time our corporation statutes provide a constitutional framework governing the corporations created under such statutes. Certain normative rules on the structure of the corporation are delineated, and incorporators have a fair degree of latitude through the adoption of articles of incorporation and by-laws to fashion a custom-made set of internal rules and regulations. Many would argue that this approach is an efficient one in economic terms because it reflects what parties would have chosen to construct by contract in the absence of statutory provisions.

Under most of the Canadian corporation statutes, the directors are given the power to manage the affairs of the corporation, again reflecting what many characterize as an "efficient" regime. Historically shareholders have the legal right to vote for directors but little say on corporate policies and in decision-making; shareholders under traditional corporate laws were passive investors whose interests were profit and dividends, not participation and decision-making. However, one of the general themes of corporate law reform throughout Canada has been to make shareholders better informed and provided with opportunities to participate more effectively in corporate affairs, if they so desire.

The ingredients of director responsibility and accountability in recent corporate law reform are numerous:

1. A certain number of directors of widely-held corporations must be "outsiders" (compare the new Ontario Business Corporations Act requirement of one-third outsiders to the older Canada Business Corporations Act requirement of two).
2. The board of directors of a public company must have an audit committee to ensure the effectiveness of the auditor's role and to protect his integrity.

3. The recent laws specify statutory standards, duties and liabilities for directors (and officers) that in most cases are arguably more rigorous than those developed by the common law, although they are not unrealistically arduous.
4. The present pattern is to provide more effective shareholder remedies for breaches of directors' duties and liabilities. These involve:
 - (a) eliminating the procedural obstacles to shareholder action that came from the U.K. courts, but doing so without opening up the can of worms that many felt existed in the U.S. with respect to undue harassment of corporate management by unwarranted shareholder actions; and
 - (b) ensuring that such remedies will be quick, responsive and not unduly expensive.
5. The new laws provide defences to directors for breaches of duty and statutory liabilities by recognizing, among other things:
 - (a) that directors need to rely on others for information and expertise in carrying out their functions;
 - (b) that directors cannot be insurers or guarantors of profitable results;
 - (c) that directors ought to be indemnified for losses or expenses arising from their conduct when it has been reasonable and honest; and
 - (d) that directors ought to be entitled to obtain insurance to cover business risks.

The ingredients of shareholder protection and involvement include:

- 1 providing shareholders of different classes with specific class protection rights to prevent abuse and unfairness;
- 2 assigning a right to dissent and seek appraisal rights for shareholders not agreeing with fundamental transactions;
- 3 improving the nature and extent of financial statement preparation and disclosure for shareholders;
- 4 improving the role of the auditor and the procedures relating to his appointment and renewal;

5. providing expressly for the removal of directors before the expiry of their terms;
6. permitting shareholders to adopt, if they desire, alternative governing regimes such as cumulative voting for directors, unanimous shareholder agreements for closely-held corporations, and pre-emptive rights for the issuance of securities;
7. providing a proxy system that gives shareholders better information and opportunities to question and actively oppose management through soliciting dissident support; and
8. allowing shareholders to circulate proposals on corporate affairs that could lead to charter or by-law amendment and otherwise sensitize directors and officers to issues that are felt to be of considerable importance to a group of shareholders.

One specific matter that has also been a major part of modern corporate law reform has been the treatment of the closely-held or private company. Special features and provisions have been developed for these companies compared to the widely-held or public corporations. However, it is my view that corporate law has not gone far enough to recognize adequately the different needs and expectations of shareholders and directors of closely-held companies compared to their counterparts in widely-held entities. I shall return to this point after discussing some of the developments that have taken place since the revision of Canadian corporate statutes.

B. Where Are We Now?

From the reported cases and publicly-filed documents and other proceedings that deal with director action and conduct, one can make a general assessment of what has taken place since the avalanche of corporate law reform started. However, it is not easy to identify and examine all the evidence that bears on such an assessment. For example, it is difficult to be aware of many court or regulatory actions that are threatened or started and then settled. Obviously these are highly relevant to assessing the efficacy of director-related provisions; but because they may not be known, they do not enter the analysis. Notwithstanding this and other limitations, it is possible to offer some general conclusions and observations on what has occurred in corporate law litigation and developments relating to the board of directors.

First, let me deal with directors' duties and liabilities. The specification of directors' duties in terms of care, skill and diligence was a deliberate response to upgrade what were thought to be unacceptably low standards created by the courts. But even with the many improvements in shareholder remedies, there do not appear to be many cases involving allegations of director negligence. There may be many explanations for this. Arguably it could be submitted that the common law standard is not materially different from the statutory one so that there is no reason for an increased number of cases. Perhaps corporate directors are in fact more alert to the statutory standard and are not being as negligent as they were prior to the enactment of the statutory standard. I suspect a main reason is that directors' negligence liability is not easy to establish generally, especially

when one has to consider the impact of the protection of directors' "business judgment" with which courts are reluctant to interfere. Directors are not liable for errors of judgment and courts will likely give considerable leeway to directors to commit errors as long as they act reasonably. Moreover, even if a director is found negligent, the damages arising therefrom are difficult to assess. There have been a few cases involving specific director liability - for example, liability for unpaid wages to employees - but again nothing that represents an obvious trend or radically new departure.

Cases that have arisen involve primarily fiduciary duties owed by directors to their corporations. And many of these cases have involved closely-held corporations where usually there is greater incentive (or less disincentive) to sue for redress since the fruits of victory are shared by fewer shareholders. As with the pre-statutory-reform experience, Canadian courts, like those in the U.S. and the U.K., have not been hesitant to review director conduct to ensure adherence to strict fiduciary norms. Courts are experienced in and generally rather good at adjudicating issues of self-dealing, conflicts of interest, corporate opportunities and the like.

At this juncture, it is worth noting that the statutorily-stated duties of care, skill and diligence and acting honestly and in good faith with a view to the best interests of the corporation are general guidelines that are obviously capable of subjective interpretation. This is a sound approach since director conduct covers a myriad of circumstances and factors such that further precision of duty would be ill-advised. To the extent that some uncertainty results, on the whole this will be desirable because, as has been said by others, a little uncertainty in a commercial context can lead to a more careful course of action than would otherwise be the case.

The past decade has seen generally many more cases reflecting employment by shareholders of a number of corporate remedial provisions. These include:

1. actions brought by a shareholder in the name of the corporation against directors and officers for breaches of duty owed to the corporation ("derivative action");
2. actions brought by shareholders against directors, officers and controlling or majority shareholders for unfairly prejudicial or oppressive conduct ("oppression order actions");
3. actions seeking orders for compliance against directors and officers ("compliance order actions");
4. orders for the winding-up of the corporation ("dissolution actions"); and
5. court-sought orders for investigations of the company's affairs or rectification of corporate records.

Under Canadian corporate statutes, the courts are given a paramount role in determining:

- (a) whether leave should be granted to allow derivative actions to be brought;
- (b) whether a breach of duty has been established; and
- (c) what specific order will be issued from a wide illustrative array of orders that may be chosen.

Courts have been neither rigid nor lax in interpreting the conditions that must be met to grant a shareholder the right to bring an action for redress. However, some difficulties have been encountered with courts having to characterize alleged misconduct as directly affecting the shareholder, for which a personal action should be able to be launched with no need for leave of the court, compared to the wrong-doing which affects the corporation directly, for which a derivative action is appropriate, thereby requiring leave of the court. Apart from this characterization issue, courts have, in my view, been granting leave responsibly and fairly, neither opening up the floodgates as many feared, nor sealing off access to shareholders as some cynics suspected they would by a strict interpretation of the preliminary conditions that must be satisfied to launch the action.

The new remedy that has been utilized in both closely-held and widely-held companies has been the oppression order action. This remedy is potentially very wide in its impact in several respects. First, it can be used to review virtually all director-related conduct to ascertain whether oppressive or unfairly prejudicial behaviour as interpreted by the court has taken place. Second, unlike the situation under the common law before the advent of recent corporate law reform, it requires or at least encourages courts to review transactions and conduct that they normally would have preferred to avoid reviewing, except to ensure procedural compliance such as adequate disclosure. Third, the oppression order section can be invoked regardless of shareholder approval of the impugned transaction; indeed, such approval can be viewed as an ingredient of the oppression in certain cases where the court might characterize the majority shareholder as abusing the minority constituency. Fourth, through the illustrative statutory list of remedies that can be ordered by the court, shareholders and other complainants will seek to obtain some specific relief expressly contemplated by the action. In short, the oppression order has become extremely important.

At the same time as we have seen more exercise of corporate remedies, we have also seen a greater resort to shareholder rights. For example, judging from the number of cases that have dealt with dissenting shareholders' appraisal rights, it would appear that the appraisal procedure has been utilized on many occasions. In this connection, a series of cases has provided guidelines for what "fair value" means for purposes of the appraisal sections in various corporation statutes, as well as interpreting the procedures to be followed by shareholders under the appraisal sections. The proxy rules have also been resorted to by dissidents who disagreed with incumbent management, and their efforts have on some occasions been successful. A number of shareholder proposals and resolutions have been initiated by shareholders wishing to exercise their rights to influence corporate policy. Many of these have emanated from groups with a strong sense of social responsibility. As a legal academic I view these initiatives by concerned shareholders as extremely important for the corporate system. If the corporations do not permit

constructive debate and dissent on issues that relate fundamentally to corporate activity, then governments will be induced to intervene to order such opportunities, or, alternatively, our corporate system will become a monolith that becomes an ever greater focus for criticism and attack.

Taken as a whole, I do not think that these examples of shareholder involvement and participation are a harbinger of a radically different shareholder constituency, but they do provide some encouragement that there are avenues for more effective monitoring and discussions by concerned and interested shareholders.

C. Where Are We Going?

Futurology involves little discipline and a lot of luck. At the risk of ridicule and derision, I suggest that certain director-related issues will continue to receive attention in the years ahead. The composition of the board itself will continue to be debated with various proposals put forth; more independent directors and more support for such directors, nominating committees, and board representation from non-shareholder constituencies are but a few of these.

The duties and liabilities of directors will also receive more elaboration and interpretation by the courts. At present, the meaning of various rights and remedies and the relationships inter se (for example, shareholder personal actions compared to shareholder derivative actions) are still being formulated. This elucidation will continue to take place.

In this respect, it may well be that the courts will fashion different substantive results with respect to directors in closely-held corporations compared to their counterparts in widely-held corporations. To give one illustration, generally the duties of directors are owed only to their corporations. It may be that in closely-held corporations one could successfully argue not only that the substantive duties owed may be different, but also that they ought to be owed directly to the shareholders - or indeed to one's co-directors as one recent case held - in certain circumstances.

Shareholders' rights will continue to be exercised and may well be clarified or expanded to endow shareholders with even greater opportunities for involvement and protection of their interests. Shareholder remedies, especially derivative, oppression and compliance actions, will also be clarified and their scope and application interpreted and thereby possibly expanded. The elaboration and amplification of shareholder rights and remedies relate to issues of investor protection and related issues under the Securities Act, to which I should now like to turn.

III Securities Law

Others have dealt fully with recent securities legislation and regulatory developments as they affect directors. Suffice it to say that securities legislation, with its focus on the effective functioning of the capital markets, aims specifically at directors of public corporations in a number of extremely important respects. For example:

- (1) directors may be liable for damages for misrepresentations, as defined, found in a prospectus of the company;
- (2) directors may be liable for damages for misrepresentations contained in a takeover bid circular;

- (3) directors, as insiders of corporations, may be liable for damages for improperly trading in securities with knowledge of a material fact or material change that has not been generally disclosed.

These civil liability provisions contain specific diligence defences for the director and damages limitation rules, but nonetheless they are of vital interest to directors, especially since they affect the welfare and reputation not only of directors but also of the corporations they serve.

Moreover, directors may also be held to be criminally liable under various Securities Act offences that include making misrepresentations in publicly-filed material, contravening the securities statute or regulations, and failing to observe or comply with decisions or orders made under the legislation. In addition, a specific section provides that where a corporation is guilty as an offender, every director who authorized, permitted or acquiesced in such offences is also guilty. Directors of a public company must also be mindful of the requirements of the stock exchange where company shares are listed, since specific exchange obligations are also relevant.

Supplementing these civil and criminal liability provisions are the many powers given to the securities commissions, which range from informal sanctions and orders to very formal proceedings that could lead to serious consequences. Some of these sanctions were canvassed with you by Peter Dey, Q.C., the Chairman of the Ontario Securities Commission, in his luncheon address today.

The last decade has seen considerable activity on the legislative, judicial and regulatory fronts with respect to securities regulations. I wish to comment on a couple of developments that I find most interesting and that I think will continue to be of importance to directors.

The flurry of corporate takeovers, reorganizations and combinations has required some extra vigilance on the part of securities regulators. In monitoring these activities, the regulators have had not only to ensure compliance with securities law, but also to consider the applicability of corporate law issues to the transaction under review. In particular, directors' and controlling shareholders' duties have received special attention. The securities regulators in this role can directly influence the development of what traditionally were regarded as corporate law principles, in the interests of capital market integrity and effectiveness. This is not especially new, and the commissions show no signs of easing their involvement - indeed, the signs indicate increased involvement.

Evidence of this increased role for securities regulators can also be seen from the standing that is given to the Ontario Securities Commission under the Ontario Business Corporations Act to seek, inter alia, an oppression order. This remedy was in fact exercised by the O.S.C. recently with respect to Mascan Corporation, and the court granted the application sought by the Commission. Moreover, in another recent case, a learned judge expressly stated that the Ontario Securities Commission - not the court - was the appropriate body to monitor and deal with securities violations. Although the point is different, namely the suitability of an administrative tribunal over a court for certain securities matters, I think that securities commissions can expect to be encouraged by courts to take a more active interest in reviewing director and corporate conduct more directly than heretofore.

In that connection, the Ontario Securities Commission also recently issued a statement regarding the conduct of certain insiders of a large public corporation whose trading in shares after the announcement of a takeover raised concerns about the proper conduct of insiders in those circumstances. Securities regulators are charged with enforcing the securities laws in the public interest, and that role will inevitably require the regulators to review

director conduct and to enunciate, where appropriate, what it considers to be standards of conduct that are required to ensure continued confidence in the capital markets.

IV Conclusion

From this brief stroll through corporate and securities laws, one can see that the historical institution of the board of directors continues to receive a great deal of attention by legislators and courts. In this observer's opinion, by and large the reforms introduced by recent corporate and securities legislative developments have been a great improvement over what existed previously. Discussion and debate about the role of the board and its obligations and duties, as well as the means to enforce such obligations and duties, will not disappear - indeed, such discussion and debate may well intensify. If it does, one hopes that corporations, shareholders and society will all benefit.

1.2 INTERPRETATION NOTE 2

INTERPRETATION NOTE 2

Corporate Finance - Prospectus disclosure - Principal Holders of Securities

Each of the prospectus forms prescribed by the regulation made under the Securities Act requires disclosure of the indentities of principal security holders. A principal security holder is a security holder who owns of record or beneficially, directly or indirectly, more than 10% of any class of voting securities. If a principal security holder is a company, the Director may require prospectus disclosure of the identity of the individual, if any, who controls that company.

Recently, an issuer advised Corporate Finance staff that it could not obtain any information concerning the identity of the shareholders of a principal security holder. The principal security holder was incorporated in Grand Cayman which prohibits disclosure by a company of the identity of any of its shareholders. In the particular circumstances of this case, it was agreed that the principal security holder would reduce its voting rights to less than 10% of the outstanding voting rights of the issuer by means of a voting trust. These arrangements would be disclosed in the prospectus.

The Commission is of the view that generally a receipt should not be issued for a prospectus if the issuer is unable to identify the individual, if any, who controls a principal security holder of that issuer. Issuers are therefore advised that they should organize themselves in a manner which will enable them to obtain and disclose information concerning principal security holders. If, however, the issuer has exercised reasonable efforts to obtain the information concerning the principal security holder and has been unable to do so, the Commission may, in appropriate circumstances, issue a receipt for the prospectus and may exercise its powers to deny access to Ontario capital markets to the principal security holder which has not disclosed the required information.

CHAPTER 2
DECISIONS, ORDERS AND RULINGS

2.1 HOFFMAN EXPLORATION AND MINERALS LIMITED

Headnote

Director's Options - Grant of option not subject to section 24 or 52

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF HOFFMAN EXPLORATION AND MINERALS LIMITED

RULING
(Section 73)

UPON the application of Hoffman Exploration and Minerals Limited (the "Issuer"), a company incorporated under the laws of Ontario, to the Ontario Securities Commission (the "Commission") pursuant to section 73 of the Securities Act, R.S.O. 1980, c. 466 (the "Act") for a ruling in respect of trades in certain options which the Issuer proposes to grant to certain directors of the Issuer;

AND UPON reading the application and recommendation of staff of the Commission;

AND UPON it being represented to the Commission that:

- A. set out in Appendix "A" annexed hereto are the names of certain directors (the "Directors") of the Issuer to whom the Issuer proposes to grant options (the "Options") to purchase that number of common shares in the capital of the Issuer (the "Shares") specified opposite the respective names of each Director;
- B. each Director is a director of the Issuer but not a full-time employee or promoter of the Issuer;
- C. the Issuer is a reporting issuer and not in default of any requirement of the Act or the regulation made thereunder (the "Regulation"); and
- D. the shares of the Issuer are not listed on any stock exchange;

NOW THEREFORE IT IS RULED pursuant to subsection 73(1) of the Act that the proposed grant of the Options to the Directors is not subject to section 24 or 52 of the Act provided that:

1. the Options are non-transferable, except that in the case of a Director dying prior to the expiry time of the Option while still a Director, the Option may be exercised by such Director's legal personal representatives at any time up to and including the expiry time or 60 days following such Director's death, whichever is earlier; and
2. the Issuer files with the Commission within ten days of the granting of this ruling a letter providing substantially the same information required by Form 20 as prescribed by the Regulation.

December 16, 1983

"S. M. Webster"

"J. W. Blain"

Schedule "A"

<u>Name of Director</u>	<u>Number of Shares Subject to Option</u>
M. R. Evarts	50,000
H. W. Baird	20,000
J. D. S. Bohme	20,000
C. L. McAlpine	20,000
H. E. Neal	20,000
I. D. Hoffman	20,000
J. H. McDowell	20,000

2.2 TASHOTA-NIPIGON MINES LIMITED

Headnote

Director's options - Grant of option not subject to section 24 or 52

IN THE MATTER OF THE SECURITIES ACT,
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF TASHOTA-NIPIGON MINES LIMITED

RULING
(Section 73)

UPON the application of Tashota-Nipigon Mines Limited (the "Issuer"), a company incorporated under the laws of Ontario, to the Ontario Securities Commission (the "Commission") pursuant to section 73 of the Securities Act, R.S.O. 1980, c. 466 (the "Act") for a ruling in respect of trades in certain options which the Issuer proposes to grant to certain directors of the Issuer;

AND UPON reading the application and recommendation of staff of the Commission;

AND UPON it being represented to the Commission that:

- A. set out in Appendix "A" annexed hereto are the names of certain directors (the "Directors") of the Issuer to whom the Issuer proposes to grant options (the "Options") to purchase that number of common shares in the capital of the Issuer (the "Shares") specified opposite the respective names of each Director;
- B. each Director is a director of the Issuer but not a full-time employee or promoter of the Issuer;
- C. the Issuer is a reporting issuer and not in default of any requirement of the Act or the regulation made thereunder (the "Regulation"); and
- D. The Vancouver Stock Exchange, upon which the common shares of the Issuer are listed and posted for trading, has approved the granting of the Options to the Directors named;

AND UPON the Commission being satisfied that to rule as requested would not be prejudicial to the public interest;

NOW THEREFORE IT IS RULED pursuant to subsection 73(1) of the Act that the proposed grant of the Options to the Directors is not subject to section 24 or 52 of the Act provided that:

1. the Options are non-transferable, except that in the case of a Director dying prior to the expiry time of the Option while still a Director, the Option may be exercised by such Director's legal personal representatives at any time up to and including the expiry time or the 90th day following such Director's death, whichever is earlier; and

2. the Issuer files with the Commission within ten days of the granting of this ruling a letter providing substantially the same information required by form 20 as prescribed by the Regulation.

December 16, 1983

"S. M. Webster"

"J. W. Blain"

Sechedule "A"

<u>Name of Director</u>	<u>Number of Shares Subject to Option</u>
John Terrence Flanagan	25,000
John McAdam	25,000
John Francis Daly	5,000
Timothy Peter Matthews	25,000
Mackenzie Iles Watson	25,000

2.3 EXEMPT PURCHASERS

2.3.1 TALCORP LIMITED

2.3.2 GUARDIAN ENTERPRISE FUND OF CANADA

TALCORP LIMITED

The Commission granted recognition to Talcorp Limited as an exempt purchaser under ss. 34(1)4 of the Securities Act, 1980, for the ensuing twelve months.

GUARDIAN ENTERPRISE FUND OF CANADA

The Commission granted recognition to Guardian Enterprise Fund of Canada as an exempt purchaser under ss. 34(1)4 of the Securities Act, 1980, for the ensuing twelve months.

CHAPTER 3

REASONS: DECISIONS, ORDERS, RULINGS

3.1 REASONS/QUEENSTON MANOR LIMITED

3.1.1 ONTARIO TEACHERS' RETIREMENT VILLAGE (KITCHENER) INC.

IN THE MATTER OF THE SECURITIES ACT
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF QUEENSTON MANOR LIMITED
PARTNERSHIP AND ONTARIO TEACHERS'
RETIREMENT VILLAGE (KITCHENER) INCORPORATED

(Section 73)

Hearing: November 29, 1983

Present: Frank Iacobucci - Commissioner
E. S. Miles - Commissioner
R. J. Kane - Commissioner
J. W. Blain, Q.C. - Commissioner

David W. Drinkwater) Counsel,
Richard A. Lococo) Queenston Manor Limited
Partnership and Ontario
Teachers' Retirement Village
(Kitchener) Incorporated

Susan I. McCallum - Staff Counsel

REASONS FOR DECISION

This is an application brought on behalf of Queenston Manor Limited Partnership (Queenston Manor) by its general partner Ontario Teachers' Retirement Village (Kitchener) Incorporated (OTRV) under Section 73 of the Securities Act, R.S.O. 1980, c. 466 (the Act) for a ruling granting an exemption from the provisions of Sections 24 and 52 of the Act in respect of units (Units) of Queenston Manor to be offered by OTVR in the circumstances hereinafter set out. At the conclusion of the hearing, we issued a ruling that the proposed offering of Units was not subject to Section 24 of the Act, but we declined to issue a ruling that would have exempted the offering of Units from the provisions of Section 52 of the Act. Since we declined to follow an

earlier ruling of the Commission issued in connection with the offering of units of Belmont Manor Limited Partnership (Belmont Manor) under circumstances almost identical to those that would apply to the offering of the Units, we felt that reasons should issue.

OTRV was incorporated as a corporation without share capital under the laws of Ontario by Letters Patent dated October 16, 1979. The material filed by the applicant with the Commission indicates that OTRV was formed for the purpose of establishing retirement accomodation for its members. Membership in OTRV is limited to teachers in Ontario and their spouses. A teacher is considered to be a person whose principal source of remuneration is paid by a school board or institution for teaching. Since its formation, OTRV has been considering methods and alternatives to establish a retirement village. Its first project, Belmont Manor, located on Belmont Avenue in Kitchner, is near completion. One tower of the project has been completed and the other still under construction. Limited partnership units of Belmont Manor were distributed to members of OTRV pursuant to a ruling granted by the Commission on June 14, 1982, as subsequently amended (the Belmont Manor Ruling). The Belmont Manor Ruling in effect provided that the offering of units of Belmont Manor to teachers in Ontario who were or became members of OTRV was exempt from Section 24 and Section 52 of the Act subject to the conditions set out in the Belmont Manor Ruling.

OTRV now proposes a second project on a property located on Queenston Street in the City of St. Catharines. As in the case of Belmont Manor, the Queenston Manor project will be built by Freure Homes Limited which will supply certain initial services to the project, provide a cash flow deficiency guarantee and act as initial manager of the project. The Queenston Manor project is intended to qualify as a multiple unit residential building (MURB) and is structured as a limited partnership with OTRV as the general partner. OTRV plans to offer a minimum of 1,895 Units and a maximum of 3,000 Units of Queenston Manor at a price of \$1,000 per Unit, with a minimum subscription of 5 Units. The offering will be made only to teachers in Ontario or their spouses who are or become members of OTRV (the Investors). Each prospective Investor would be given an offering memorandum including a contractual right of action based on any misrepresentation which was contained in the offering memorandum and would have access prior to the completion of any sale of a Unit to such Investor to substantially the same information concerning Queeston Manor that a prospectus filed under the Act would provide.

The transaction is structured as a limited partnership so as to permit Investors to take advantage of the Federal income tax treatment available for a MURB. The Units accordingly would constitute a government incentive security as defined in Section 15(2) of the Regulation under the Act.

While Units are only being offered to the Investors, such Investors are not assured of any priority in the rental of the accommodation to be constructed as part of the Queenston Manor project and, indeed, the evidence before us is that in many cases purchasers of Units will not be tenants and persons other than members of OTRV may and probably will be tenants. Mr. Henry Gossen, the president of OTRV, who gave evidence before us in a most forthright manner, indicated with respect to Belmont Manor that 50 rental units out of the 112 rental units comprising the first tower have been rented to teachers, persons related to teachers and others who have no connection with the teaching profession. He said that members of OTRV would have an implied, but not actual, priority since they would be familiar with the project and its progress. He was clear, however, that the Investors would have no priority in the actual rental of accomodation.

Counsel for the applicants advanced a number of reasons why the Commission should grant the ruling sought. These reasons may be summarized as follows:

1. It was argued that the primary purpose of the Queenston Manor project was to assist in providing affordable rental housing accommodation for retired teachers. The general partner, OTRV, was incorporated as a non-profit corporation. If securities of OTRV were being offered directly such an offering would be exempt from the registration and prospectus requirements of the Act by reason of Section 34(2)7 and Section 72(1)(a) of the Act. Section 34(2)7 reads as follows:

"34(2) Subject to the regulations, registration is not required to trade in the following securities:

(7) Securities issued by an issuer organized exclusively for educational, benevolent, fraternal, charitable, religious or recreational purposes and not for profit, where no part of the net earnings of such issuer ensure to the benefit of any security holder and no commission or other remuneration is paid in connection with the sale thereof."

Section 72(1)(a) of the Act provides

"72(1) Sections 52 and 61 do not apply to a distribution of securities,

(a) referred to in subsection 34(2) excepting paragraphs 14 and 15 thereof;"

However, since OTRV wishes to structure the project so as to permit Investors to take advantage of the federal income tax treatment available for MURB (which treatment is not available unless the Investors intend to make a profit from their investment) securities of OTRV, being a non-profit corporation, could not be offered in respect of a MURB. It was submitted that the interposition of Queenston Manor should not take away from the true substance of the proposal and the offering should be characterized as an exempt offering of securities as if Section 34(2)7 and Section 72(1)(a) of the Act were applicable. We are unable to accept this argument. The project goes beyond providing affordable rental housing accommodation either for retired teachers or members of OTRV. The fact that a profit motive is an important factor of the offering, thus requiring the use of a limited partnership, in our view, takes the offering beyond the exemption contemplated by the aforesaid sections of the Act.

2. It was also submitted that the Queenston Manor project fits to a significant extent within the exemption in Sections 14(g) and Section 140(a) of the Regulation under the Act, since the investment would constitute a government incentive security as defined in the Regulation. We were advised that the distribution of Units would result in solicitations and sales to more than 75 persons and 50 persons respectively. At November 10, 1983 there were 2,473 members of OTRV all of whom would be eligible to purchase Units and undoubtedly would be solicited to purchase Units. While it would be difficult to predict the number of purchasers, we note the total number of investors in Belmont Manor was 522, far in excess of 50 persons permitted by the Regulation. Section 14(g) of the Regulation would seem to recognize the fact that the cost of compliance with the Act should be lessened for persons raising money to finance the building of residential rental accommodation because increasing the supply of residential rental accommodation was in the public interest. Section 14(g) of the Regulation expands the number of permitted solicitations from 50 in Section 71(1)(p) of the Act to 75 and the number of Investors of 50. Section 14(g) of the Regulation provides the number of persons who may be

solicited and the number of sales which may be made relying on the exemption. We do not feel, however, that we should expand the number of solicitations and purchasers to cover the number which will be involved in the offering of Units of Queenston Manor.

3. It was also submitted that a distinction should be drawn between the Queenston Manor project and other MURBS financed by way of limited partnership units since the interests of the general partner, OTRV, are substantially aligned with those of the limited partners. It was submitted that this should be contrasted with the usual situation where the general partner is controlled by the promoter-developer upon whom investors rely on a continuing basis notwithstanding that they may have different objectives. While this of course is not a reason, and we do not accept it as a reason, why the Commission should issue the ruling sought, it is to be noted that Freure Homes Limited, like a promoter-developer, will play a significant part in the Queenston Manor project through the supply of initial services, the provision of a cash flow deficiency guarantee and acting as initial manager of the project.

4. It was also submitted that the Commission should, in the present instance, follow the Belmont Manor Ruling and grant the ruling sought, since the facts surrounding the Belmont Manor Ruling and those of the present application are for all practical purposes the same. In each case there is an offering of units of a limited partnership by OTRV to persons who are or become members of OTRV, OTRV is the general partner and Freure Homes Limited is the builder.

It is no doubt desirable that the Commission should follow prior rulings it has made in comparable circumstances in order to introduce a measure of certainty in the administration of the Act. However, we feel that there are reasons which compel us not to follow the Belmont Manor Ruling.

Firstly, we think there may have been some misunderstanding of the facts by the Commission at the time it issued the Belmont Manor Ruling. That Ruling was issued on an ad hoc basis without a hearing. The recommendation of the staff of the Commission states "Nevertheless the application states that the primary purpose of the project is to provide affordable accommodation to retired teachers, although a profit may be realized by the investor to the extent consistent with the primary purpose". The staff recommendation also refers to the fact that limited partners would be given priority in obtaining rental accommodation in the project upon retirement. This latter statement also appears in the current application. The evidence adduced at the present hearing would indicate that no such priority is afforded to limited partners. We cannot say to what extent the Commission, in issuing the Belmont Manor Ruling, was influenced by the notion that investors would have a priority in obtaining rental accommodation on retirement nor can we say whether or not the Commission would have declined to issue the Belmont Manor Ruling if it had known there was no such priority and that persons, other than members of OTRV, could, and apparently do, rent accommodation in the Belmont Manor project. Under these circumstances, we do not consider ourselves bound by the Belmont Manor Ruling and that we are free to consider the present application in the light of the facts now known to us.

Secondly, since the original Belmont Manor Ruling was issued, the Commission held a hearing (the OSSTF Hearing) to consider group investment plans sponsored by the Ontario Secondary School Teachers Federation (OSSTF), the Canadian Dental Association and the Canadian Medical Association. OSSTF, an Ontario corporation without share capital, formed to represent secondary school teachers in Ontario, and Montreal Trust Company of Canada had established certain group investment plans (the OSSTF Plans), participation in which was limited to members of the high school teaching profession in Ontario, and spouses, retired high school teachers and OSSTF administrative staff. The

OSSTF Plans provided that contributions by participants were invested in a pooled fund which had four investment sections. Under the trust agreement relating to the OSSTF Plans, Montreal Trust Company of Canada has agreed that all investments will be made in compliance with applicable tax legislation in respect of registered retirement and registered home ownership plans.

Application had been made to the Commission for rulings that trading in the units of the OSSTF Plans and certain investment funds sponsored by the Canadian Dental Association were not subject to Section 24 or 52 of the Act. The Commission also considered at the OSSTF Hearing whether or not to revoke or vary a ruling previously granted with respect to trading in units of similar investment funds sponsored by the Canadian Medical Association.

At the conclusion of the OSSTF Hearing, the Commission declined to issue the ruling sought by OSSTF and the Canadian Dental Association and revoked the ruling previously issued in respect of the funds sponsored by Canadian Medical Association. In its reasons (O.S.C.B. Bulletin, November 19, 1982, Volume 4, #17/82) the Commission stated:

"Looking at the policy that should govern this case the Commission was impressed and concerned by the great number of potential and actual participants in each of the Funds. Although, the participants are in the main, united by professional ties, this fact is not sufficient in our view to avoid the application of the Act. Interests in the Funds are widely held by many participants, albeit mostly members of a specific professional group within a greater public at large. In that connection we cannot conclude that compliance with, and the resulting protection afforded by, the Act is either unwarranted or even undesirable in these circumstances."

We agree with this reasoning of the Commission. In the present case, those who will be asked to purchase Units of Queenston Manor are united, in the main, by professional ties, i.e. teachers in Ontario who are or become members of OTRV, but the number of such members of OTRV is now sizeable (at least 2,473 at November 10, 1983) and this number is likely to increase by the effort which is made by OTRV in connection with the sale of Queenston Manor. We think, under these circumstances, that the protection afforded by the Act in the requirement for a prospectus relating to the offering of Units of Queenston Manor is desirable and warranted. While there are two amendments to the Belmont Manor Ruling after the decision of the OSSTF Hearing, both were of a minor nature which did not affect the substance of the original Ruling.

5. It was also submitted to the Commission that the cost of compliance with the registration and prospectus requirements of the Act in the case of Queenston Manor would outweigh any incremental benefits to be obtained. The question of cost was also raised at the OSSTF Hearing and in relation to this matter the Commission said in its reasons (page 13):

"The applicants state that the obligation to file a prospectus adds to the cost of administering the Funds. The Legislature and the Commission are fully aware of that since compliance with regulations means incurring costs. Indeed, the Commission is most reluctant to impose additional costs on the Funds. But the basic question is whether the benefits or advantages of regulation to participants and potential participants outweigh these costs, and we think they do despite the difficulty of answering the question in any detailed or quantified way."

We adopt and re-iterate this statement by the Commission on the matter of cost.

We were advised by OTRV that, prior to the filing of the Belmont Manor application in 1982, discussions were held with a registered dealer with respect to the sale of the units of Belmont Manor and the fees quoted by such dealer for this purpose were substantial and would add considerably to the cost of the project. We have no desire to impose requirements which would result in substantial increased costs in order to conclude successfully an issue of the type in question. In all the circumstances, we consider it would not be prejudicial to the public interest for us to rule that Section 24 of the Act does not apply to OTRV in connection with the sale of Units of Queenston Manor to those persons who are or who become members of OTRV prior to the sale to them of Units of Queenston Manor. However, we do not consider the costs involved in the preparation and filing of a preliminary prospectus and a prospectus are either excessive or unwarranted or would add materially to the cost of the project.

In the result, we rule that Section 24 does not apply to OTRV in connection with the distribution by it of Units of Queenston Manor to those persons who are or who become prior to the sale to them of Units members of OTRV and we dismiss the application insofar as it relates to the application of Section 52 of the Act so that Units of Queenston Manor may only be offered pursuant to a prospectus in accordance with the Act and the Regulation.

We wish to thank all counsel for their assistance and able arguments.

December 20, 1983.

"F. Iacobucci"

"E. S. Miles"

"R. J. Kane"

"J. W. Blain"

CHAPTER 4

CEASE TRADING ORDERS - SECTION 123

4.1 EXTENDING CEASE TRADING ORDERS

4.1.1 SPRINGLAKE RESOURCES LTD.

SPRINGLAKE RESOURCES LTD.

The cease trading order dated December 2, 1983, is/was continued December 16, 1983, pending the company complying with Part XVII of the Securities Act.

4.1.2 NUTAAQ R & D INVESTMENTS LIMITED PARTNERSHIP

4.1.3 NUTAAQ SOFTWARE INC.

NUTAAQ R&D INVESTMENTS LIMITED PARTNERSHIP
NUTAAQ SOFTWARE INC.

The cease trading order dated December 6, 1983, with respect to each company is/was continued December 20, 1983, pending each company complying with Part XVII of the Securities Act.

CHAPTER 5
POLICIES (NIL)

THERE IS NO MATERIAL FOR THIS CHAPTER
IN THIS ISSUE

CHAPTER 6
REQUESTS FOR COMMENTS (NIL)

THERE IS NO MATERIAL FOR THIS CHAPTER
IN THIS ISSUE

CHAPTER 7
INSIDER TRADING REPORTS

EXPLANATORY NOTES

Information contained in this section has been summarized from insider reports filed with the Commission.

The name of the issuer is followed by a brief description of the class of security, the name of the person or company reporting and his or its relationship to the issuer. If a person has an indirect interest in the securities reported, e.g., through holding companies, affiliate companies, partnerships, trusts or other entities, this is shown. Symbols are used in the column "Transaction and Ownership Symbol" to indicate the nature of ownership i.e., direct or indirect. Similarly, the character of transactions is indicated provided the transactions are other than a purchase or sale. (See guide to symbols below):

GUIDE TO SYMBOLS

RELATIONSHIP	(appearing after the name reported)
"B"	- Beneficial Owner (direct or indirect) of equity shares of a reporting issuer carrying more than 10% of the voting rights attached to all equity shares of the reporting issuer outstanding.
"D"	- Director of principal reporting issuer.
"DI"	- Director of an issuer or a reporting issuer which is an insider or subsidiary of the principal reporting issuer.
"K"	- Exercises control or direction (direct or indirect) of equity shares of a reporting issuer carrying more than 10% of the voting rights attached to all equity shares of the reporting issuer.
"S"	- Senior Officer of principal reporting issuer.
"SI"	- Senior Officer of an issuer or a reporting issuer which is an insider or subsidiary of the principal reporting issuer.

NATURE OF OWNERSHIP

- No Symbol - Securities are beneficially owned directly.
- Symbol #1 - The reporting person or company beneficially owns and/or has control or direction over securities which are held by a company, associate, partnership, trust or other entity.

CHARACTER OF TRANSACTION

- | | | | |
|-----------|----------------------------|-----|------------------------------|
| No Symbol | - purchase or sale | "M" | - internal |
| "A" | - bequest or inheritance | "Q" | - qualifying shares |
| "C" | - compensation | "R" | - redeemed (called, matured) |
| "E" | - exchange or conversion | "T" | - stock dividend |
| "F" | - exercise of rights, etc. | "V" | - stock split |
| "G" | - gift | "X" | - exercise of option |
| "IR" | - initial report | "Z" | - distribution |

*Returned for reconciliation purposes.

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
AGF MANAGEMENT LIMITED	A. G. F. Management Limited	Class B non-voting Pref.		Nov/83		300		
				Nov/83	R		300	---
ABITIBI-PRICE INC.	Olympia & York Developments Limited Abitibi-Price Refinance Inc.	Debentures Series K	B	--				
				Nov/83	1	\$4500000		\$4500000
ACKLANDS LIMITED	Starr, Nathan *	Common	S	Dec/83			50000	379012
AGRA INDUSTRIES LIMITED	Beach, Dexter H.C.	Class B Non-Voting	D	Oct/83	G		2000	
	RRSP wife			Nov/83			1000	32050
				--	1			4000
				--	1			6149
ALBANY OIL & GAS LIMITED	Alberta Petroleum Investment Corporation Amended	16% Cumulative Unsecured Debentures	B	Jan/83		\$1500000		\$1500000
		Common		Oct/81		10000		1157912
ALBERTA NATURAL GAS COMPANY LTD.	Conventures Limited	Common	B	Nov/83			20000	1250000
ALGOMA CENTRAL RAILWAY	Latimer, Radcliffe R. wife	Common	D	-- Nov/83		400		500 500
				--	1			
ALGOMA STEEL CORPORATION LIMITED. THE	McLaughlin, W. Earle	Common	D	Nov/83	T	2		242
	Nixon, Peter M.		DS	Nov/83	T	13		1395
AMERICAN OAKWOOD ENERGY LTD	Ekstrom, Brian S.	Common	DS	Nov/83		5000		79299
AMTELECOM INC.	Benner, Thomas K.	Common	D	Nov/83		10		1335
	Bradfield, Ronald		D	Nov/83		10		250
	Cowan, I. B.		D	Nov/83		10		1180
	Cutten, James E.		D	--	IR			75
	McDonald, John W.		D	--	IR			9
	Owen, Robert H.		D	--	IR			95

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
AMTELECOM INC. (Continued)	Pattinson, Hulme H.	Common	S	Oct/83		20		
				Nov/83		45		24525
ANYOX METALS LIMITED	Kay, James F.	Common	B	--	IR			1000000
	Kennedy, Barbara A.	Securities	D	--	IR			---
ATLANTIC RICHFIELD COMPANY	Chamberlain, Willard T.	Common	S	--				
	Thrift Plan			Jun/83	1	283		726
	Capital Accumulation Plan			Jun/83	1	225		225
	Savings Plan			Jun/83	1	26		
				Jun/83	M 1	2715		2741
	Kieschnick, William F.		DS	--				9136
	Capital Accumulation Plan			Jun/83	1	58		58
	Lewis, Howard H.		S	--				2980
	Thrift Plan			Jun/83	1	481		7001
	Capital Accumulation Plan			Jun/83	1	33		33
	Savings Plan			Jun/83	1	67		67
	Marcussen, William M.		S	--				8950
	Capital Accumulation Plan			Jun/83	1	19		19
	Mut. Stuart C.		S	--				14124
	Capital Accumulation Plan Account			Jun/83	1	19		19
	Simmons, John W.		S	--				10880
	Capital Accumulation Plan Account			Jun/83	1	33		33
	Thrift Plan Account			May/83	M 1	1380		3052
	wife			--	1			920
	Stanton, Michael P.	Common	S	Nov/83		4100		195360
ATLANTIS RESOURCES INTERNATIONAL LTD.								
AUDAX GAS & OIL LTD.	Hunter, Harry D.	Common	DS	--				320665
	Indirect Holdings			Nov/83	1	15000		30000
AUR RESOURCES INC	Gill, James W.	Common	DSB	--				865000
	Registered Retirement Savings Plan			Oct/83	1	2000		

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
AUR RESOURCES INC (Continued)	Gill, James W. Registered Retirement Savings Plan	Common	DSB	Nov/83	1	3000		7000
MEGACARD TECHNOLOGIES INC.	Davis, Glenda	Common	D	--	IR			203000
	Tompkins, John		D	--	IR			350000
BANK OF MONTREAL	Beaudoin, Joseph L. J.	Common	S	--	IR			168
	Day, John G.	Securities	S	--	IR			---
	Nickerson, Jerry E. A.	Common	D	Nov/83		1000		1000
BANK OF MONTREAL MORTGAGE CORPORATION	Beaudoin, Joheph L. J.	Securities	SI	--	IR			---
	Day, John G.			--	IR			---
BANK OF MONTREAL REALTY FINANCE LTD.	Beaudoin, Joheph L. J.	Securities	SI	--	IR			---
	Day, John G.		S	--	IR			---
PASSPORT AIRWAYS INC.	Heath, Max	Securities	DI	--	IR			---
BITECH ENERGY RESOURCES LIMITED	Kochberg, Harold	Common	DS	--				5100
	wife			Nov/83	1	1600		7600
	Trust for Children			Nov/83	1	900		18900
	Daughter			Nov/83	1	1200		1200
BLYTHWOOD CONSOLIDATED RESOURCES LTD	Fleming, William	Common	B	--				
	Platino Corp., The			Nov/83	1		99942	323839
	Pegg, Charles W.		DB	Nov/83 Nov/83		44903	68646	324841
BOMBARDIER INC	Aubry, Yvon C.	Class B Subordinate	S	--	IR			200
	Belanger, Jean-Yves		S	--	IR			500
	Bombardier, Andre		DS	Nov/83		750		2250
	Cloutier, Raynald		DS	Nov/83		600		1800

REPORTING ISSUER	INSIDER	SECURITY	REL.'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
BOMBARDIER INC (Continued)	Courville, Gilles	Class B Subordinate	S	Nov/83		350		425
	Fontaine, Jean-Louis		DS	Nov/83		1250		3750
	Lanero, Raoul		S	--	IR			200
	Larose, Paul H.		D	Nov/83		300		800
	Mawby, Arthur C.		S	Nov/83		625		1625
	Poitras, Pierre		S	Nov/83		600		2500
	Rivard, Jean		S	Nov/83		30		75
	Royer, Raymond		S	Nov/83		600		2550
	Simoneau, Marie-Claire		S	Nov/83		200		400
	Tremblay, Yvon		S	--	IR			135
BOREALIS EXPLORATION LIMITED	Cox, Chana B.	Common	S	--				
	Parmenides Group, The			Nov/83	1	900		97382
	Cox, Rodney T.		S	--				
	Parmenides Group, The			Nov/83	1	900		97382
	Parmenides Group, The		B	Nov/83 Nov/83		3200	500	332482
	Ursel, Norman H. In Trust		D	Jun/83 --	1		2200	20650 694
BRITISH COLUMBIA FOREST PRODUCTS LIMITED	Brunswick Pulp & Paper Company	Common	B	Nov/83		155097		12562859
CADILLAC FAIRVIEW CORPORATION LIMITED, THE	CEMP investments Ltd.	Pfd. Series A	B	Dec/83			32500	4140900
CALAIS RESOURCES LTD.	Douglas, Bryce W.	Common	D	--	IR			10000
	Fletcher, Gregory S.		DSB	--	IR			1772500
	Schulhauser, Garnet M. RRSP		S	--	IR			5000
			--	--	IR1			26000
CAMCO INC.	Alvarez, Louis	Common	S	--	IR			150

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
CAMCO INC. (Continued)		Common	S	--	IR1			1200
	Alvarez, Louis Share Purchase Plan							
	Ashman, James K.		SI	--	IR			500
	Blundell, William R. C.		D	--	IR			1000
	DeMaio, D. M. Share Purchase Plan		S	--	IR1			1000
	Feltham, Ivan R		SI	--	IR			1000
	Fleetham, Robert Share Purchase Plan		S	--	IR1			300
	Forsyth, William Share Purchase Plan		S	--	IR			350
				--	IR1			900
	Haller, Carl B. Haller, Shirley		D	--	IR1			5000
	Harper, Colin M. Share Purchase Plan		DS	--	IR1			750
	James, Emlyn		S	--	IR			300
	Jones, J. Edward Share Purchase Plan		S	--	IR1			1800
	Meadows, Robert W. Employee Share Plan		S	--	IR1			300
	Morrison, Norman A. Share Purchase Plan		S	--	IR			3000
				--	IR1			1600
	Parker, W. Neil Share Purchase Plan		S	--	IR1			650
	Thompson, Raymond T. Share Purchase Plan		S	--	IR1			650
	Trudel, Michel Share Purchase Plan		S	--	IR1			1000
	Wrench, W. David RRSP Share Purchase Plan		S	--	IR			500
				--	IR1			300
				--	IR1			300
CAMINDEX MINES LIMITED	Ford, Ronald E.	Common	D	--				

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
CAMINDEX MINES LIMITED (Continued)	Ford, Ronald E. Norfran Investments Ltd	Common	D	Sept/83	1	166667		286667
	Ford, Ronald E. Norfran Investments Ltd	Warrants	D	-- Sept/83	1	166667		166667
CAMPBELL RED LAKE MINES LIMITED	Crossgrove, Peter A.	Common	D	--	IR			1000
	Hill, Kenneth J.		S	--	IR			12
CAMPEAU CORPORATION	McCartney, Ronald B. Amended	Subordinate Voting	DS	Oct/83	G		99228	
				Dec/83			1863	5066
CANADA DEVELOPMENT CORPORATION	Currie, John H.	1980 Pref.	S	Nov/83 Nov/83		495	495	250
CANADEx RESOURCES LIMITED	McEwan, Vincent	Common	SI	Mar/83		2000		2500
CANADIAN IMPERIAL BANK OF COMMERCE	Dorrian, John A.	Securities	S	--	IR			---
CANADIAN SATELLITE COMMUNICATIONS INC.	Telemedia Communications Inc.	Common	B	--	IR			715509
CANADIAN TIRE CORPORATION LIMITED	Billes, Alfred W. Indirect Holdings (Capital Reorganization)	Class A Non-Voting	DB	--				28805
				Dec/83 Dec/83	1 1	3009876	1353000	1628071
CANADIAN PACIFIC ENTERPRISES LIMITED	Moffatt, William A. McDonald, James A.	Class A Common	SI	Nov/83 1983		924 77		7182 2128
CANRAY RESOURCES LIMITED	Axmith, Murray	Common	DS	Nov/83			1000	77709
CAPITAL DYNAMICS LIMITED	Trebell, Francis D. Columbia Western Management Ltd.	Common	D	-- Sept/83 Oct/83 Nov/83	1 1 1	500 1700 1100		29801 1089692
CARLYLE ENERGY LTD.	Douglas, Bryce W.	Common	D	Nov/83		2000		4500
CASSIDYS LIMITED	Brodeur, James H.	Common	DISI	--				816

REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
CASSIDYS LIMITED (continued)	Brodeur, James H. Brodrum RRSP QSSP	Common	DISI	Nov/83 Nov/83 -- --	1 1 1 1	500 500		10929 5500 1504
CELANESE CANADA INC.	Binette, Jacques	Common	D	Nov/83		163		429
	Wrixon, George A.		S	Nov/83		109		1506
CHRYSLER CORPORATION	Day, Jr. John W.	Common	S	Nov/83			14500	16000
	Greenwald, Gerald		S	Nov/83			10275	21175
CITADEL GOLD MINES INC.	Todd, Robert C. Amended	Common	DS	Nov/83			87400	9700
COLONIAL OIL & GAS LIMITED	Aitken, Gary F.	Common	S	Nov/83		10000		15667
COMAPLEX RESOURCES INTERNATIONAL LTD	Pyke, Murray W.	Common	DS	Dec/83			2000	121646
COMBINED INTERNATIONAL CORPORATION	Dancer, Gordon A. Wife As Custodian As Trustee	Common	S	Nov/83 May/83 May/83 May/83	E 1 E 1 E 1	4138 47 1598	5000	29973 4138 47 1598
COMMERCIAL OIL AND GAS LTD.	Commercial Oil and Gas Ltd.	Common		Nov/83		21700		279700
CONSOLIDATED BATHURST INC	Campeau, Robert	Securities	DI	--	IR			---
	Strathy, Mackenzie deB. Monray & Company	Series A Common	S	-- Nov/83	1		5000	903 ---
CONSOLIDATED IMPERIAL RESOURCES ENERGY LIMITED	Godkin, Wendy P.	Common	S	Nov/83	E	14000		27184
	McDonald, Donald M.	Series A Pref.		Nov/83	E	11200		21797
	Steel, James S Steelbridge Holdings Ltd.	Warrants Common	DS D	Nov/83 Nov/83			33000 100	-- 100
CONSOLIDATED NOBEX RESOURCES CORP.	Graymont Limited	Common	B	Nov/83		21342		46000 996199

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
CONSUMERS DISTRIBUTING COMPANY LIMITED	Robertson, Reginal J. Amended	Class A	S	Sept/83			2000	
				Nov/83			1000	2666
		Class B		Oct/83			5500	
				Nov/83			500	
				Dec/83			500	4832
CONTINENTAL GROUP INC., THE	Knorpp, J. Ronald	\$4.50 Cum. Preference Series C	S	Feb/82			300	---
CORBY DISTILLERIES LIMITED	Walsh, Peter D. Amended	Common	D	Nov/83			200	595
COSEKA RESOURCES LIMITED	Davidson, Stewart D. Kutney, Peter R.	9% Debenture	DSSI	--	IR			\$25000
		Common	D	Nov/83		100000	45000	178070
	Roy, James L.	9% Convertible Debentures due 1993	S	Nov/83		\$25000		\$25000
KAOLIN OF CANADA INC.	Johnson, Ralph C.	Common	DS	Nov/83			8000	884500
DICKENSON MINES LIMITED	White, H. Vance RRSP	Class A	D	Oct/83		5000	5000	50
				Nov/83		20000	11600	8400
				Nov/83	E 1			
				Nov/83	1			
	White, H. Vance RRSP	Class B	D	Nov/83	M	5000	5000	101868
				Nov/83			20000	
				Nov/83	E 1		5000	1171
				Nov/83	M 1			
DOMINE MINES LIMITED	Barron, Alex E.	Common	D	--	IR			1000
	Franklin, Robert M.		DI	--	IR			500
	Hill, Kenneth J.		S	--	IR			154
	Stock, Valentine N.	Securities	D	--	IR			---
DOMINE PETROLEUM LIMITED	Barron, Alex E.	Common	DI	--	IR			5000
DOMINION TRUST COMPANY	Goldman, Murray	Common	B	--	IR			100

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
DOMINION TRUST COMPANY (Continued)	Goldman, Murray Indirect Holdings	Common	B	--	IR1			115050
DOW CHEMICAL COMPANY, THE	Hancock, Wayne M. Custodian Jointly with Wife Savings Plan	Common	S	Nov/83	1	717		7438 489 162 558
DRUMMOND McCALL INC.	Cole, Earl P.	Series A Common	S	Nov/83		300		300
DUNCAN GOLD RESOURCES INC.	Deans, Matthew B Bankers Securities Limited	Common	D	Nov/83		20000		20000
	Dixon, Cuthbert B.		D	--	IR			19640
ECHO BAY MINES LTD.	Seabrook, John M. Mrs Seabrook	Common	D	Nov/83 Nov/83	Z Z 1	395902 1000		395902 1000
ERRINGTON GOLD EXPLORATION LTD Beach, Wayne G.		Common	DB	--	IR			8000
		Option		--	IR			25000
		Preference		--	IR			250000
ETHYL CORPORATION	Horn, Jr. Albert B. Savings Plan	Common	DS	-- Nov/83	1	32		8728 235
FMG TELECOMPUTER LTD	Bradley, John D.	Common	DS	Dec/83 Dec/83	X	500	500	---
FIDELITY TRUST COMPANY, THE	Knutson, Harry L.	Common	D	--	IR			300
		Pref. 9%		--	IR			150
FINANCIAL TRUSTCO CAPITAL LTD. Risler, Ernest G. Wife		Common	S	-- -- Dec/83	IR1 1		6667	6667 ---
FORD MOTOR COMPANY	Sherry, Peter J Associates	Common	S	Nov/83	X	2400		2400 1031
GALAXY MINERALS, INC	Brown, Ewan	Securities	D	--				---
GENERAL HYDROCARBONS LIMITED	Lewis, John F. *	Common	DDI	--				51100
	National Polymer Concrete Corp Inc.			Nov/83	1	20000		162700

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
GENERAL HYDROCARBONS LIMITED (Continued)	Lewis, John F. * Alliance Management Associates Ltd.	Common	DDI	--	1			20000
GENERAL MOTORS CORPORATION	Czapor, Edward P. Trustee Other Indirect	Common	S	Nov/83 Dec/83 --	X 1 1	3623 466		1635 4859 2508
	Hoglund, Peter K. wife Savings Stock Purchase Program		S	Nov/83 Nov/83 --	X G 1	1305 110		7660 700
			--	--	1			4295
GENSTAR CORPORATION	Clarry, John H.C.	Common	SI	Dec/83		800		800
GOLDHURST RESOURCES INC.	Ivanov, Stoico	Common	DS	Nov/83			19000	784751
GUARDIAN CAPITAL GROUP LIMITED	Wade, Bernice	Common	D DISI	Nov/83	F	2000		2500
		Warrants		Nov/83	F		2656	---
GULF OIL CORPORATION	Boyce, Charles A.	Common	S	Nov/83	X	721		1195
	Hill, Melvin J.		S	Nov/83	X	12357		18666
	Huitt, Jimmie L.		DS	Nov/83	X	3963		7602
	McGill, Olin J.		S	Nov/83	X	496		746
	Murphy, Jr. Samuel W.		S	Nov/83		100		100
	Roher, William C.		S	Nov/83	X	1407		7304
	Walker, III Edward B. wife		DS	Nov/83 --	X 1	26954		45733 4100
	Wyche, Phillip E.		S	Nov/83	X	1937		3107
HALLIBURTON COMPANY	Leon, Leonard wife	Common	D	Nov/83 --	1		157	38511 1200
HARDING CARPETS LIMITED	Harding, Charles M. Mahard Investments Limited Mrs. C. Hope Harding's Holdings	Class C	DS	Dec/83			23960	77302
				Dec/83	1	23960		135810
			--	--	1			7200

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
HEES INTERNATIONAL CORPORATION	Edper Investments Ltd. and Subsidiaries	Common	B	Dec/83		2000000		8367848
HUSKY OIL LTD.	Cowell, John	Call Option	SI	Nov/83		500		500
IMPERIAL OIL LIMITED	Jarvis, Harold G.	Securities	S	--	IR			---
INDAL LIMITED	Lloyd, Kevin H. S. RRSP	Common	S	Nov/83 Nov/83	M M 1	1000	1000	---
INSULITE EXPLORATIONS INC.	MacLean, William D.	Common	D	--	IR			1
INNOPAC INC.	Chorlton, Ronald W. Housden Holdings	Common	D	--	IR IR1			2000 3000
INTER-CITY GAS CORPORATION	Cohen, H. Reuben	Common	D	Nov/83		5000		16000
INTERPROVINCIAL PIPE LINE LIMITED	Jarvis, Harold G.	Securities	DI	--	IR			---
INTERPROVINCIAL STEEL & PIPE CORPORATION LTD.	Phillips, Roger	Option	DS	Nov/83		12500		25000
INVERNESS PETROLEUM LTD.	Podpechan, Frank W. Claremont Corporation	Common	D	-- Nov/83	1		10000	---
IRWIN TOY LIMITED	Patrick, William F. RRSP	Common	S	--	IR IR1			10 100
JOFFRE RESOURCES LTD.	Warters, H. Rod	Junior Pref.	D	Nov/83		127		1344
KAM-KOTIA MINES LIMITED	White, H. Vance Other Indirect	Common	D	Nov/83	1	13900		79412 20
KEG RESTAURANTS LTD.	Benda, Louis B.	Class A	S	Nov/83			32722	---
KERR-MCGEE CORPORATION	Raunborg, J. D. Stock Ownership Plan Other Indirect	Common	S	Nov/83 -- --	1 1		72	100 247 198
JOHN LABATT LIMITED	Binnendyk, Robert A. RRSP	Common	S	Nov/83 Nov/83 --	X 1	2500	2500	171 80
	Blakney, John F. RRSP Executive Share Purchase Plan		S	Nov/83 -- --	1 1 1		1500	5112 1201 2200

REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
JOHN LABATT LIMITED (Continued)	Blakney, John F. Executive Share Option Plan	Common	S	--	1			734
	Eyton, J. Trevor 398787 Ontario Limited		D	Nov/83	1	2000		3000
	LaMothe, Andre S. RRSP		S	Nov/83	1		1600	642 860
	Renaud, Jean-Pierre Executive Share Option Plan		S	--				10000
	Vaux, Robert G. Executive Share Option Plan		S	--	IR1			10000
LAC MINERALS LTD	Downing, John A. RRSP	Common	D	Nov/83	1		2000	10555
LANPAR TECHNOLOGIES INC.	Hewat, W. B.	Common	D	Nov/83		2200		4400
LOCHIEL EXPLORATION LTD.	Taylor, Nicholas W. RRSP	Class A	DSB	Nov/83	G 1		8000	3579530 12164
	Taylor, Nicholas W. RRSP	Class B	DSB	Nov/83	G 1		8000	777792 12164
LOGISTEC CORPORATION	Gourdeau, Paul 2157-7036 Quebec Inc.	Common	DS	Nov/83	1	300 1000		1000 45000
LUMAX OIL & GAS INC.	Deacon, Donald C.	Common	D	Nov/83		10000		19750
LUMONICS INC.	Buchanan, Allan R.	Common	DS	Dec/83		367		72366
LYNX-CANADA EXPLORATIONS LIMITED	Nicholls, Robert W.	Common	D	Nov/83			1000	1000
MCDONALD'S CORPORATION	Kaplan, Noel	Common	S	Oct/83			3090	1010
	Pearl, Carlton D.		S	Nov/83			1000	572
	Turner, Fred L.		DS	Nov/83	G		300	74948
MERLAND EXPLORATIONS LIMITED	Billing, Grant D.	Common	S	Nov/83			454	---
	Brown, John J.		S	Oct/83		902		6516

REPORTING ISSUER	INSIDER	SECURITY	REL.'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
MERLAND EXPLORATIONS LIMITED (Continued)	Brown, John J. Stock Purchase Plan	Common	S	--	1			1000
	Svarich, Terrance D. Stock Purchase Plan		S	Oct/83	1	844		8657 598
MIDLAND DOHERTY FINANCIAL CORPORATION	Dalton, Peter F.	Common	SI	Nov/83			5100	16051
MONARCH INVESTMENTS LIMITED	Taylor Woodrow plc Taylor Woodrow Holdings Limited	Common	B	--				
				Dec/83	1	1000		
				Dec/83	1	345853		1876698
MORGAN HYDROCARBONS INC	Wolcott, D. M.	Common	DS	Nov/83		223		221121
MOTHER'S RESTAURANTS LIMITED	Anas, James	Common	S	Oct/83	V	13523		14050
	James Anas Enterprises Inc.			Oct/83	M	527		
	Trust			Oct/83	V 1	5109		9455
				Oct/83	M 1	4345		
				Oct/83	V 1	4872		
				Oct/83	M 1		4872	---
	Boratto, Ronald A.		S	Oct/83	V	2112		2112
	Dempsey, Bryan		D	Oct/83	V	28684		
	Trust			Oct/83	M	5701		34386
				Oct/83	V 1	5701		
				Oct/83	M 1		5701	---
	Hamill, Neil		D	Oct/83	V	37939		
	Trust			Oct/83	M	13558		51497
				Oct/83	V 1	13558		
				Oct/83	M 1		13558	---
	Martino, Michael J.		S	Oct/83	V	2089		
	Trust			Oct/83	M	30		2839
				Oct/83	V 1	30		
	Trust for 3rd Party			Oct/83	M 1		30	---
				Oct/83	V 1	2108		2108
	Mohamed, Alaudin		S	Oct/83	V	3094		3094
	Mother's Restaurants Incorporated		B	Oct/83	V	851721		
				Oct/83	M	224614		

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
						195555		1271892
MOTHER'S RESTAURANTS LIMITED (Continued)	Mother's Restaurants Incorporated Trust	Common	B	Nov/83	V 1 M 1	224614	224614	---
	Mother's Restaurants Incorporated	First Pref.	B	Nov/83		20000		20000
	Sisson, Grey Grey Sisson Ent. Inc. Trust	Common	DS DISI	-- Oct/83 Oct/83 Oct/83 Oct/83	V 1 M 1 V 1 M 1	10682 5084 5084		15766
	Whillans, Warren Warren Whillans Enterprises Inc. Trust		DS	Oct/83	V	1776		1776
				Oct/83 Oct/83 Oct/83 Oct/83	V 1 M 1 V 1 M 1	60679 13248 13248		73928
				Oct/83	M 1		13248	---
NABU MANUFACTURING CORPORATION	Carroll, William J. RRSP	Common	D	Dec/83		33000		100000
				--	1			1000
NORMICK PERRON, INC.	Burrows, Frederick R. Geoffrion Leclerc Inc.	Common	S	Nov/83	1	25		225 7535
	Mercier, Jean		S	Oct/83 Nov/83		80	466	---
	Parent, Jules Associates		S	Nov/83	1	25		4891 125
NORTHERN AND CENTRAL GAS CORPORATION LIMITED	Norcen Energy Resources Limited	Third Pref. B	B	Nov/83	R		1285	---
		Third Pref. C		Oct/83	R		46000	---
	Fabro, Ronald A.	Common	D	Nov/83		1500		3000
	Kellington, James A.		S	--	IR			4530
	Skagen, Donald G.		DS	Nov/83		1950		3900
	Gerla, M. Rodney	Class A	S	Nov/83 Nov/83	M	8475	8475	---
NU-WEST GROUP LIMITED		Class B		Nov/83	M		8475	112198

REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
NUMAC OIL & GAS LTD.	Bard, Jr. Ralph A. Ausnoram Holdings Limited How & Co. Wife	Common	D	Nov/83	V	48075		96150
OCCIDENTAL PETROLEUM CORPORATION	Haddad, Edmonde A.	Securities	S	--	IR			---
	Haines, Perry V. Stock Purchase Plan Co-Trustee	Common	S	Dec/83		490		102531 1338 5976
	Hammer, Armand Thrift Plan Wife		DS	Nov/83	G		500	1074871 49192 8581
ONYX PETROLEUM EXPLORATION COMPANY LIMITED	Hansen, Lloyd Les	Common	S	Nov/83		500		5500
	Other Indirect			Dec/83		500		6000 2500
ORRHELL ENERGY CORPORATION LTD.	Vroom, John	Common	DS	Oct/83		100000		937643
PACIFIC CASSIAR LIMITED	Greig, John A.	Class A	DS	Nov/83			1200	207377
PAN MACKENZIE PETROLEUMS LIMITED	McCartney, William S.	Common	S	Sept/83		799787		1662760
PATHFINDER FINANCIAL CORPORATION	Burt, Anthony E.	Common	S	Nov/83	X	5000		
PENNANT RESOURCES LIMITED	Walters, Lionel S. 279112 Ontario Limited	Common	DS	Nov/83		25000	5000	---
PLENEX RESOURCES CORPORATION	Rovig, David B.	Common	DS	Oct/83			25000	100557 33200
POTTER DISTILLERIES LTD	Sullivan, Martin A.	Class A	S	--	IR			833
POWER CORPORATION OF CANADA	Campeau, Robert	Common	DI	--	IR			20
	Simon, William E.		D	Dec/83		50000		50100
PROVIGO INC.	Bussieres, Yvan	Common	S	Dec/83		1313		1770
	Hyland, Nora K.		S	Dec/83		153		389

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
QUAKER OATS COMPANY, THE	Clark, Richard K.	Common	S	Nov/83	X	750	207	853
			Nov/83					
	Haarlow III, A. William		S	Nov/83	X	3200		3200
	Kozitka, Richard E		S	Sept 83	X	350		
				Sept/83	X	100		
				Sept/83	G		22	328
	Son		--	--	1			470
	Daughter		--	--	1			469
	McKinney, Luther C.		S	Nov/83			3075	8526
	Morgan, Frank J.		DS	Nov/83	X		353	
				Nov/83	X	1400		
				Nov/83	X	2133		5500
	Children		--	--	1			960
	Price, Paul E.		S	Nov/83	X	2000		2245
QUEBEC-TELEPHONE	Caisse de depot et PlACEMENT du Quebec	Debentures	B	Nov/83		\$285000		\$9955000
QUINTEKO RESOURCES LTD	Kochberg, Harold Wife	Common	DS	Nov/83			20000	154358
	Daughter		--	--	1			15000
	H & S Trust		--	--	1			4000
			--	--	1			19500
RARE EARTH RESOURCES LIMITED	Voyageur Investments Limited	Common		Aug/83			5000	
				Sept/83			2000	
				Oct/83		1000		
				Nov/83		15834		81834
RENAISSANCE ENERGY LTD.	Thomson, John A.	Securities	S	--	IR			---
REVELSTOKE COMPANIES LTD.	Berkhold, Gerald A. Venture Funding Montreal Trust Co.	Class A	DSDIS	Nov/83			100	2350
				Oct/83	1		13030	183309
				--	1			9037
	Curry, Duncan S. Venture Funding Montreal Trust Co.		DIS	--				57170
				Oct/83	1		28871	406149
				--	1			7777
RIO ALGOM LIMITED	Gray, Gordon C. RRSP	Common	D	--				
				Oct/83	1	3000		3000
ROCKWELL INTERNATIONAL CORPORATION	Petok, Samuel	Common	S	May/83	V	5015		10030

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR		SOLD OR		MONTH-END
						ACQUIRED	DISPOSED	DISPOSED	HOLDINGS	
ROCKWELL INTERNATIONAL CORPORATION	Petok, Samuel	Common	S	Nov/83				2800		7230
continued										
ROGERS CABLESYSTEMS INC.	Evans, Daphne	Class B	SSI	Nov/83		559				8931
	Rogers, William R.		S	Nov/83		2067				24161
	Taylor, Donald E.		S	Nov/83		5800				16673
ROLLAND INC.	Caisse de depot et Palcement du Quebec	Class A	B	Nov/83				14700		---
ROYAL BANK OF CANADA, THE	Bleackley, Thomas W. Wife	Common	S	-- Nov/83	1	40				100
RUPERTSLAND RESOURCES CO. LTD	Williams, Donald C.	Common	DI	Nov/83 Nov/83		2000		2000		---
SCARBORO RESOURCES LIMITED	Mackenzie, Norman J.	Series C 8% Convertible Debenture	DS	Nov/83		\$100000				\$100000
SCURRY-RAINBOW OILS LIMITED	Home Oil Company Limited Other Indirect	Common	B	Sept/83 --	1	101				11855657 15
SEAQUEST ENERGY LTD.	Last, Garfield J. Garfield Investments Ltd.	Common	B	--	IR					102845
			--	--	IR1					320000
SENLAC RESOURCES INC.	Cellotti, Gus Daughter	Warrants	D	-- --	IR1					1000
	Roman, Stephen B.	Common	B	Dec/83		520900				520900
SHELL CANADA LIMITED	Catterson, William M. Savings Fund	Class A	S	Nov/83 Nov/83 --	X	500		500		---
			--	--	1					369
	Shell Investments Limited		B	Nov 83		8730678				51318870
SHELL OIL COMPANY	Stryker, Steven C.	Common	S	--	IR					1100
SHELTER OIL & GAS LTD.	Loneragan, Thomas	Common	S	Nov/83				600		---
SIENNA RESOURCES LIMITED	Hardy, Campbell C.	Common	S	Dec/83 Dec/83	X	2000		3000		---
SIMPSON-SEARS LIMITED	Thomson, Kenneth R.	Class B	B	--						

REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
SIMPSON'S-SEARS LIMITED (Continued)	Thomson, Kenneth R. Hudson's Bay Company	Class B	B	Nov/83	E 1		10800	13440798
SKILL RESOURCES LTD.	Brenzel, Lawrence A. L.A. Brenzel Securities Limited	Common	DI	--		23700	20500	3200
SOUTHWIND RESOURCE EXPLORATIONS LIMITED	Ratuski, Benny	Securities	D	--	IR			---
SPAR AEROSPACE LIMITED	Gomes, George B.	Subordinate	S	Nov/83 Nov/83 Dec/83	X	6000 1272	3000	4312
	Mayson, Ireal A.	Common	S	Dec/83		616		4222
SPIRIT LAKE EXPLORATIONS LIMITED	Archibald, Frederick T.	Securities	D	--	IR			---
	Heale, Thomas R.		D	--	IR			---
STANDARD OIL COMPANY (INDIANA)	Adams, Leland C.	Common	D	Nov/83	G		450	31655
	Boknecht, Robert K. Held in Trust		S	Nov/83 --	1	1980		3980 355
	Gobel, John J.		S	Nov/83	X	1850		4650
	Hammond, Joe Phil Wife		S	Nov/83 --	1		2400	15157 8156
	Lea, L. Bates		S	Nov/83	X	7290		19223
	Mason, Edward A. Wife		S	Nov/83 --	G		60	2822 54
STEINBERG INC.	111762 Canada Inc. Other Indirect	Common	B	Nov/83 --	1	36000		36000 1571996
SYDNEY DEVELOPMENT CORPORATION	Seagrim, James	Common	SI	Oct/83		2000		32000
TECK CORPORATION	Keevil, William B.	Class B	DIS	Nov/83			3250	94850
TENNECO INC.	Bernacki, Edward J. Thrift Plan Son	Common	S	-- Nov/83 --	1 1	27		433 50

REPORTING ISSUER
TENNECO INC
Continued

REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
TERRA MINES LTD.	Blakely, Robert T.	Common	S	--				
	Thrift Plan			Nov/83	1	34		620
	Daniels, H. E.		S	--				100
	Thrift Plan			Nov/83	1	31		4969
	ADRS Plan			--	1			48
	Son			--	1			5
	Ewell, Jr. Vincent F.		S	--				
	Thrift Plan			Nov/83	1	41		3449
	Ketelsen, James L.		DS	--				19500
	Co-trustee of Trust			--	1			264
	Thrift Plan			Nov/83	1	73		9379
	Menikoff, Peter		S	--				212
	Thrift Plan			Nov/83	1	22		72
	Meyer, M. W.		S	--				6563
	Thrift Plan			Nov/83	1	41		
THOMSON NEWSPAPERS LIMITED	Miller, Robert H.		S	--				771
	Thrift Plan			Nov/83	1	37		4293
	Ott, Kenneth L.		S	--				629
	Thrift Plan			Nov/83	1	13		
	Robinson, Richard A.		S	--				362
	Wife			--	1			300
	Thrift Plan			Nov/83	1	39		3454
	Sapp, Walter W.		S	--				2084
	Thrift Plan			Nov/83	1	29		
	Sitter, William H.		S	--				2472
	Thrift Plan			Nov/83	1	39		
	Tunnell, Byron		S	--				1000
	Thrift Plan			Nov/83	1	30		2892
	Cheesbrough, Peter H.	Common	DS	Nov/83			2500	1050
	Indirect Holdings			--	1			1000
THOMSON NEWSPAPERS LIMITED	Evans, Robert A.		DS	Nov/83			4400	114306
	Other Indirect			--	1			7343
	Tory, John A.	Class B Participating	D	Dec/83	T	50		7185

REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
THOMSON NEWSPAPERS LIMITED (Continued)	Tory, John A. 373076 Ontario Limited	Class B Participating	D	Dec/83	T 1	157		22250
TORONTO SUN PUBLISHING CORPORATION, THE	Creighton, J. Douglas Trust Agreement	Common	S	--				24797
				Nov/83	1		1150	103570
TORSTAR CORPORATION	Thall, Burnett M.	Class B	SB	Dec/82 Mar/83 Jun/83 Sept/83 Nov/83 Nov/83	T T T T M M 1	10121 7675 8308 8934 10121		
	Thall Holdings Limited							24917 703393
TRANS-CANADA RESOURCES LTD.	Dakin, Guy LeRoy Amended	Common	DS	Sept/83	X	5000		
				Nov/83	X	10000		45264
TRANSALTA UTILITIES CORPORATION	Ferguson, John T. RRSP	Common	D	--				
				1983	1	36		1036
	Gordon, Douglas J.		D	1983		21		349
	Halpen, Michael J. RRSP		S	1983 1983	1	5 2		152 274
	Madill, John W.	\$1.40 Conv. 2nd Pref.	D	Nov/83	M		100	---
		Common		1983 Nov/83	M	37 100		603
	McCarthy, Walter J.	\$1.40 Conv. 2nd Pref.	D	Nov/83	M		81	---
		Common		Nov/83	M	81		736
	McKinnon, Francis A. RRSP	\$1.40 Conv. 2nd Pref.	S	--				
				Nov/83	M 1		300	---
	McKinnon, Francis A. RRSP	Common	S	1983 1983 Nov/83	1 1 1	67 61 300		1705 1505
	Pearson, Hugh J. S.	\$1.40 Conv. 2nd Preferred	D	--				

REPORTING ISSUER
TRANSALTA UTILITIES
CORPORATION
(Continued)

INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
Pearson, Hugh J. S. RRSP	\$1.40 Conv. 2nd Preferred	D	Nov/83	M 1	56		
			Nov/83	1		56	---
Pearson, Hugh J. S. RRSP Investment Holding Company	Common	D	-- Nov/83	M 1	56		2201 549
			--	1			19636
Smith, Eustace W.		S	1983		28		226
Bell Canada Enterprises Inc. Pension Fund for Employees of Bell Canada	Bonds and Debentures	B	--				
			--	IR1			\$11614266
Bell Canada Enterprises Inc. Pension Fund for Employees of Northern Telecom Limited Pension Fund for Employees of Bell- Northern Research Ltd. Pension fund for Employees of Bell Canada	Common	B	--	IR			5306886
			--	IR1			139800
			--	IR1			15400
			--	IR1			562151
Fraser, William L.		S	1983		8		157
Gordon, J. Peter		SI	--	IR			500
Hatch, H. Clifford	11.7% Deb. Due June 20, 1983	SI	--				
Joan & Clifford Hatch Charitable Foundation			--	IR1			\$100000
Margison, Helen L.	Debentures JD 20, due June 20, 1990	SI	--	IR			\$10000
Robertson, H. Locke	First Pref. Series E	SI	--	IR			400
Rolland, Lucien G.	First Pref.	SI	--				

REPORTING ISSUER

TRANSCANADA PIPELINES LIMITED
(Continued)

INSIDER

Rolland, Lucien G.
Olivier Rolland's
Estate

Steele, A. Russell

Walker, Richard D.

Executor of Estate of
D.J. Walker

Walker, Richard D.
Executor of Estate of
D.J. Walker

TRANSALTA RESOURCES
CORPORATION

Barry, Edward J.

Black, Robert G.

Clow, James A.

Fraser, William L.

Halpen, Michael J.

RRSP

Halpen, Michael J.

RRSP

Madill, John W.

McCarthy, Walter J.

McCready, Kenneth F.

SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
First Pref.	SI	--	IR1			100
Common	S	--	IR			3000
5.85% Subordinate Debenture	S	--				
		Jul/83	1		\$9000	---
Common	S	--				22421
		Jul/83	1		150	---
Securities	SI	--	IR			---
	D	--	IR			---
Class A Warrant	SI	--	IR			103
Class B Warrant		--	IR			257
Securities	SI	--	IR			---
Class A Warrant	SI	--	IR			8
		--	IR1			14
Class B Warrant	SI	--	IR			20
		--	IR1			35
Class A Warrant	DI	--	IR			35
Class B Warrant		--	IR			87
Class A Warrant	D	--	IR			52
Class B Warrant		--	IR			130
Class A Warrant	SI	--	IR			36

REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
TRANSALTA RESOURCES CORPORATION (continued)	McCready, Kenneth F. RRSP	Class A warrant	SI	--	IR1			39
	McCready, Kenneth F. RRSP	Class B warrant	SI	--	IR			90
	McCrimmon, Ronald L.	Class A warrant	S	--	IR			97
	McKinnon, Francis A. R.	Class B warrant	S	--	IR			180
	Nieboer, Walter	Securities	SI	--	IR			450
	Phillips, Ross F. Investment Holding Company	Class A warrant	D	--				---
	Phillips, Ross F. Investment Holding Company	Class B warrant	D	--	IR1			1117
	Saponja, Walter	Securities	SI	--	IR			2792
	Schaefer, Harry G.	Class A warrant	DS	--	IR			---
	Smith, Eustace W.	Class B warrant		--	IR			249
	Veres, William A. Williams, Marshall M.	Class A warrant	SI	--	IR			622
		Class B warrant		--	IR			20
		Securities	S	--	IR			50
		Class A warrant	DS	--				---
		Class B warrant		--	IR			200
		Class B warrant		--	IR			500

REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
TRILON FINANCIAL CORPORATION	Lochan, Frank N. C.	Class II Cum. Redeemable Preferred Series One	S	--				
	Indirect Holding			Dec/83	I	12289		12289
	Olympia & York Developments Limited	Options	B	--				
	Olympia & York Holdings Corporation			Nov/83	E 1		1000000	---
	Olympia & York Developments Limited	Warrants	B	--				
	Olympia & York Holdings Corporation			Nov/83	E 1	1000000		1000000
	Orser, Earl H.	Class II Cum. Redeemable Preferred Series One	DS	Dec/83		24400		24400
	Conn, Abraham J. 50% of Tudor Developments Ltd.	Common	DS	--				2072501
	Conn, Lionel 50% of Tudor Developments Ltd.		DS	--	IR			382553
	Crooks, Andrew J. Held in Trust		DS	--	IR1			2072501
TUDOR ENERGY CORPORATION	Cunningham, William D. 50% of Dragon Enterprises Inc.		DS	--	IR			2900 63750
	Levine, Philip F.		DS	--	IR			173353
	Tudor Developments Ltd.		D	--	IR			125216
	Alferez, Faust	Class A	B	--	IR			306153
	Brenzel, Lawrence A. L.A. Brenzel Securities Limited	Class A	S	Nov/83		3000		4145003
	Brenzel, Lawrence A.	Class B	D	Nov/83		100		4040
	Bellringer, Stephen T.	Common	S	Nov/83		1100		18300
				Nov/83	1			73102
			D	Nov/83			2500	15000
			S	Nov/83		5000		15534
U A P INC.								
UNICORP CANADA CORPORATION								
UNION GAS LIMITED								

REPORTING ISSUER	INSIDER	SECURITY	REL.'N	TRANS- DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
UNION GAS LIMITED (Continued)	Bellringer, Stephen T. Employee Share Ownership Plan	Common	S	Oct/83	1	94		
				Nov/83	1	118		1320
VAN HORNE GOLD EXPLORATION INC.	Hodge, Henry J.	Class B	DS	--				
	H. J. Hodge Incorporated			--	IR1			500000
	Hodge, Henry J.	Common	DS	--	IR		100000	100000
VERSATILE CORPORATION	H. J. Hodge Incorporated			Aug/83			100000	---
	Affleck, Robert R.	1st Pref. Series A	SI	Nov/83	IR1			183333
	Versatile Corporation	Preferred				300		300
WABIGON RESOURCES LIMITED	McLean, John R.	Common	DI	Nov/83	R	5200	5900	156700
				Nov/83		5000	2000	3000
WAJAX LIMITED	Campbell, Ian B. 101014 Canada Inc.	Class A	DS	Nov/83	1		5000	42066
				--				682
WESTMIN RESOURCES LIMITED	Hampton, R. O. Stock Purchase Plan	Common	DS	Nov/83	X	1000	500	3000
				Nov/83				205
WHITE-GUYATT MINING COMPANY LIMITED	Hamilton, Ian T.H.	Common	D	--	IR			1
WITCO CHEMICAL CORPORATION	Andreuzzi, Denis M. Feldman, Robert L. Wife	Common	S	Nov/83	X	644		2894
				Oct/83			150	54993
				--				1801
	Polzer, Jr. George F. Wife		DS	Nov/83	X		2749	7163
				Nov/83		5381		337
				--				
	Setzler, William E. Wife Daughter		DS	Nov/83	G		5000	23730
				--				3000
				--				45
	Vistica, Edward A. Wishnick, William		S	Nov/83	X	1000		1000
				Nov/83			2711	

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
WITCO CHEMICAL CORPORATION (Continued)	Wishnick, William	Common	DS	Nov/83	X	5381		
	Wife			Nov/83	G		6000	365182
	Daughter			--	1			6100
WORLDWIDE ENERGY CORPORATION				--	1			4525
	Boyles, J. Kenneth	Common	D	Oct/83	T	133		2799
	Cargo, Ronald J.		S	Oct/83	T	133		2799
	Day, Blaine S.		S	Oct/83	T	403		8469
	Dickerson, Mary E.		S	Oct/83	T	1		34
	Housel, Barron C.		D	Oct/83	T	133		2799
	Wife		Oct/83	T	1	6		139
	Jones III, William C.		D	--				
	Bird Investment Inc.		Oct/83	T	1	1084		22781
	Owen, James B.		D	Oct/83	T	466		9799
ZAPATA CORPORATION	Wife		Oct/83	T	1	13		279
	Evangeline Oil Ltd.		Oct/83	T	1	66		1399
	Pelepchan, Walter V.		S	Oct/83	T	533		11199
	Smith, Arthur R.		DS	Oct/83	T	196		4135
	Tenison, Robert B.		DS	Oct/83	T	3759		78955
	Wife		Oct/83	T	1	94		1993
	Daughter		Oct/83	T	1	79		1662
	VanCleave, Larry D.		S	Oct/83	T	133		2799
	Mackin, B. John	Common	DS	Nov/83	X	21737		23817

CHAPTER 8
NOTICES OF EXEMPT FINANCINGS

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Nov. 22, 1983	Lehnen, R. E.	CAMBRIDGE VENTURE LTD. CLASS H SHARES	\$440,000	440 shares
"	R. E. Lehnen 'In Trust'	"	60,000	60 shares
Dec. 16, 1983	Brant Investments Limited Account No. 615123	CANADIAN TIRE CORPORATION LIMITED - CLASS A SHARES	2,388,750	210,000 shares
"	Brant Investments Limited Account No. 615133	"	1,820,000	160,000 shares
"	Canada Life Assurance Company, The	"	1,137,500	100,000 shares
"	Canada Permanent Trust Company Account No. 26-2800-05	"	102,375	9,000 shares
"	Canada Permanent Trust Company Account N1900	"	170,625	15,000 shares
"	Canada Trust Company Account 09-102955-8	"	227,500	20,000 shares
"	Canada Trust Company, The Account No. 074010780-7	"	102,375	9,000 shares
"	Canada Trust Company, The Account No. 09-100380-6	"	2,275,000	200,000 shares
"	Canada Trust Company, The Account No. 09-100851-8	"	113,750	10,000 shares
"	Canada Trust Company, The Account No. 74-011420-7	"	2,275,000	200,000 shares
"	Canadian Imperial Bank of Commerce Pension Fund Investments	"	1,135,793	99,850 shares

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Dec. 16, 1983	Commercial Life Assurance Company of Canada, The	CANADIAN TIRE CORPORATION LIMITED - CLASS A SHARES	\$158,112	13,900 shares
"	Confederation Life Insurance Company	"	1,137,500	100,000 shares
"	Fidelity Life Assurance Company	"	102,375	9,000 shares
"	Growth Equity Fund Limited	"	568,750	50,000 shares
"	Guaranty Trust Company of Canada Account No. 0351 448	"	113,750	10,000 shares
"	Guaranty Trust Company of Canada Account No. 035-1571	"	"	10,000 "
"	Guaranty Trust Company of Canada Account No. 335-1600	"	136,500	12,000 shares
"	Guaranty Trust Company of Canada Account No. 035-1674	"	164,368	14,450 shares
"	Guaranty Trust Company of Canada Account No. 035-1413	"	170,625	15,000 shares
"	Halifax Insurance Company, The	"	398,125	35,000 shares
"	Holcan Limited	"	170,625	15,000 shares
"	Independent Order of Foresters, The	"	750,750	66,000 shares
"	Montowr & Co. Account No. 929-460	"	113,750	10,000 shares

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Dec. 16, 1983	Montreal Trust Company of Canada Account T 907680	CANADIAN TIRE CORPORATION LIMITED - CLASS A SHARES	\$102,375	9,000 shares
"	Monvan & Co. Account 900-430	"	227,500	20,000 shares
"	Monvan & Co. Account 903-010	"	147,875	13,000 shares
"	Mutual Life Assurance Company of Canada, The	"	625,056	54,950 shares
"	National Trust Company Limited Account No. TE006953-000-004	"	7,615,562	669,500 shares
"	National Trust Company Limited Account No. TE 006953-000-005	"	2,843,750	250,000 shares
"	National Trust Company Limited	"	227,500	20,000 shares
"	National Trust Company Limited Account E1854	"	113,750	10,000 shares
"	National Trust Company Limited Account E2048	"	159,250	14,000 shares
"	National Trust Company Limited Account No. TE006267-000-020	"	568,750	50,000 shares
"	National Trust Company Limited Account VAN E 1855	"	136,500	12,000 shares
"	National Trust Company. Limited Account No. VAN E 1997-000-006	"	432,250	38,000 shares
"	Pentor Company	"	2,000,862	175,900 shares

REPORTS OF TRADES SUBMITTED ON FORM 20
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TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Dec. 16, 1983	Royal Trust Company, The Trustee for Bell Canada Pension Fund	CANADIAN TIRE CORPORATION LIMITED - CLASS A SHARES	\$10,579,887	930,100 shares
"	Royal Trust Corporation of Canada Account No. 383140	"	226,931	19,950 shares
"	Royal Trust Corporation of Canada Account No. 554-255403-33	"	295,750	26,000 shares
"	Royal Trust Corporation of Canada in Trust for Account No. 614973	"	97,950	8,611 shares
"	Royal Trust Corporation of Canada in Trust for Account No. 614963	"	128,412	11,289 shares
"	Royal Trust Corporation of Canada Trust for Account No. 554-592153-33	"	113,750	10,000 shares
"	Royal Trust Corporation of Canada Account No. 384-327	"	102,375	9,000 shares
"	Royal Trust Corporation of Canada Account No. 381-070	"	"	9,000 "
"	Royal Trust Corporation of Canada Account 00441103	"	136,500	12,000 shares
"	Royfund (Equity) Ltd.	"	910,000	80,000 shares
"	Roytor & Co Account No. 8071961	"	113,750	10,000 shares

REPORTS OF TRADES SUBMITTED ON FORM 20
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TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Dec. 16, 1983	Spac Unit Canada Permanent Trust Company Account No. 263307-21	CANADIAN TIRE CORPORATION LIMITED - CLASS A SHARES	\$2,275,000	200,000 shares
"	Sun Life Assurance Society	"	682,500	60,000 shares
"	Teller, Judith G.	"	105,787	9,300 shares
"	TR North American Investment Trust	"	160,387	14,100 shares
"	Trustees of The Bank of Canada Pension Fund	"	103,512	9,100 shares
"	United Bond & Share Limited Account No. 130	"	97,825	8,600 shares
"	United Corporations Limited	"	1,078,350	94,800 shares
"	University of Alberta, The	"	102,375	9,000 shares
"	University of Calgary Fund #2 Royal Bank of Canada	"	227,500	20,000 shares
"	Victco Account No. 10-1027	"	279,825	24,600 shares
"	Victco Account No. 10-1028	"	238,875	21,000 shares
"	Victco Account No. 10-346	"	1,023,750	90,000 shares
"	Victoria Insurance Company of Canada	"	106,925	9,400 shares
"	Yorkshire Trust Company Account 41-2958-1	"	125,125	11,000 shares
"	Yorkshire Trust Company Account 44-2500-5	"	147,875	13,000 shares

REPORTS OF TRADES SUBMITTED ON FORM 20
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Dec. 16, 1983	Zurich Insurance Company	CANADIAN TIRE CORPORATION LIMITED - CLASS A SHARES	\$575,575	50,600 shares
Dec. 15, 1983	Kesmark Ltd.	CARENA-BANCORP HOLDINGS INC. COMMON SHARES	12,500,000	277,777 shares
Dec. 15, 1983	Kesmark Ltd.	CARENA-BANCORP HOLDINGS INC. DEBENTURE	12,500,000	\$12,500,000
Dec. 09, 1983	Manufacturers Life Insurance Company. The	CAVENDISH INVESTING LTD. CLASS B PREFERRED SHARES	4,150,000	6,000 shares
Dec. 08, 1983	Gottlieb, Myron	DEVTRAN PETROLEUM LTD. - UNITS	20,000	5 units
Aug. 12, 1983	Bel-Air Resources Ltd.	WESTFIELD MINERALS LIMITED ONE OPTION TO ACQUIRE UP TO 100,000 COMMON SHARES	100,000	100,000 shares

RESALE OF SECURITIES

FORM - 21

DATE OF RESALE	DATE OF ORIG PURCHASE	SELLER	SECURITY	PRICE	AMOUNT
Dec. 02, 1983	Feb. 17, 1983	Investors Growth Fund of Canada Ltd.	DYLEX LIMITED - CLASS A SHARES	\$17,850	700 shares
"	"	"	"	\$58,937	2,300 "
"	"	"	"	\$90,125	3,500 "
Dec. 05, 1983	"	"	"	\$270,300	10,600 "
Dec. 06, 1983	"	"	"	\$10,200	400 "

NOTICE OF INTENTION TO DISTRIBUTE SECURITIES PURSUANT TO SUBSECTION 7 OF SECTION 71

<u>SELLER</u>	<u>SECURITY</u>	<u>AMOUNT</u>
Chasmith Services Ltd.	CCL INDUSTRIES INC. - CLASS B SHARES	14,800 shares
Pennant Resources Limited	PENN WEST PETROLEUM LTD. - COMMON SHARES	250,000 "
Exton, Eric	SEEL MORTGAGE INVESTMENT CORPORATION COMMON SHARES	5,000 "

CHAPTER 9

TAKE-OVER BIDS, ISSUER BIDS (NIL)

THERE IS NO MATERIAL FOR THIS CHAPTER

IN THIS ISSUE

CHAPTER 10
CONTINUOUS DISCLOSURE FILINGS

Public Documents Filed with the Ontario Securities Commission

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ACTIFUND LTD.	AUD. ANN. FIN. STMT.
AGASSIZ RESOURCES LTD.	CERTIF. OF MAILING
AGF MANAGEMENT LIMITED	PRESS RELEASE
AGF MANAGEMENT LIMITED	T.S.E. MATERIAL
AGF MANAGEMENT LIMITED	FORM 27-MAT. CHANGE
AGNICO-EAGLE MINES LTD.	DIVIDEND NOTICE
AGRA INDUSTRIES LIMITED	T.S.E. MATERIAL
ALCAN ALUMINIUM LIMITED	PRESS RELEASE
ALCAN ALUMINIUM LIMITED	PRESS RELEASE
ALGOMA STEEL CORPORATION LIMITED	SHRHLDRS. MTNG. MAT.
ALGOMA STEEL CORPORATION LIMITED	PROSPECTUS
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AMCA INTERNATIONAL LTD.	T.S.E. MATERIAL
AMERICAN OAKWOOD ENERGY LTD.	IFS 9 MN SE 30 83
ANGLO UNITED DEVELOPMENT CORPORATION	APPLICATION
ARGYLL ENERGY CORPORATION	CERTIF. OF MAILING
ASTRAL BELLEVUE PATHE INC.	PRESS RELEASE
ATLANTIS RESOURCES INTERNATIONAL LTD.	T.S.E. MATERIAL
ATLANTIS RESOURCES INTERNATIONAL LTD.	PRESS RELEASE
ATLANTIS RESOURCES INTERNATIONAL LTD.	PROSPECTUS
ATLANTIS RESOURCES INTERNATIONAL LTD.	APPENDICES TO PRO.
AUGMITTO EXPLORATIONS LIMITED	T.S.E. MATERIAL
AURELIAN DEVELOPERS LTD.	IFS 3 MN SE 30 83
AUTOMOTIVE HARDWARE LIMITED	PRESS RELEASE
B.C. SUGAR REFINERY LIMITED	PRESS RELEASE
B.C. SUGAR REFINERY LIMITED	PRESS RELEASE
BANK OF MONTREAL	PRESS RELEASE
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BANKENO MINES LTD.	T.S.E. MATERIAL
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BATEMAN BAY MINING COMPANY LTD.	SHRHLDRS. MTNG. MAT.
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BGR PRECIOUS METALS INC.	PRESS RELEASE
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BMB COMPUSCIENCE CANADA LTD.	T.S.E. MATERIAL
BOMBARDIER INC.	PRESS RELEASE
BOMBARDIER INC.	PRESS RELEASE

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ISSUER	TITLE
BONANZA RESOURCES LTD.	CERTIF. OF MAILING
BOOTS DRUGS STORES (CANADA) LTD.	TAKEOVER/FORM 35
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BOOTS DRUGS STORES (CANADA) LTD.	PRESS RELEASE
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BOW VALLEY INDUSTRIES LTD.	DIVIDEND NOTICE
BOW VALLEY RESOURCE SERVICES LTD.	DIVIDEND NOTICE
BRALORNE RESOURCES LIMITED	T.S.E. MATERIAL
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BYTEC-COMTERM INC.	PRESS RELEASE
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CAMPBELL RED LAKE MINES LIMITED	PRESS RELEASE
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CANADA CEMENT LAFARGE LTD.	T.S.E. MATERIAL
CANADA GEOTHERMAL OIL LIMITED	AUD. ANN. FIN. STMT.
CANADA GEOTHERMAL OIL LIMITED	AUD. ANN. FIN. STMT.
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CANADA NORTHWEST ENERGY LIMITED	PRESS RELEASE
CANADIAN COMMERCIAL BANK	PRESS RELEASE
CANADIAN COMMERCIAL BANK	PRESS RELEASE
CANADIAN EDUCATIONAL MICROPROCESSOR	PRIVATE PLACEMENTS
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CANADIAN PACIFIC LIMITED	PRESS RELEASE

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CANADIAN PROPERTY INVESTORS TRUST	SHRHLDRS. MTNG. MAT.
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CROWNX INC. (FORMERLY EXTENDICARE LTD.)	TAKEOVER/FORM 35
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LENORA EXPLORATIONS LTD.	PRESS RELEASE
LEVY INDUSTRIES LIMITED	IFS 9 MN SE 30 83
LINEAR TECHNOLOGY INC.	EXEMPT FINANCING NOT

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ISSUER	TITLE
LOCHIEL EXPLORATION LTD.	PRIVATE PLACEMENTS
LOCHIEL EXPLORATION LTD.	OFFERING MEMORANDUM
LYTTON MINERALS LIMITED	T.S.E. MATERIAL
LYTTON MINERALS LIMITED	T.S.E. MATERIAL
M & M PORCUPINE GOLD MINES LIMITED	FORM 27-MAT. CHANGE
MACKENZIE EQUITY FUND	PROSPECTUS
MACKENZIE EQUITY FUND	APPENDICES TO PRO.
MACKENZIE FINANCIAL CORPORATION	PRESS RELEASE
MACMILLAN BLOEDEL LIMITED	PRELIM. PROSPECTUS
MAGNETICS INTERNATIONAL LTD.	CERTIF. OF MAILING
MANNVILLE OIL & GAS LTD.	IFS 9 MN SE 30 83
MANNVILLE OIL & GAS LTD.	PRESS RELEASE
MANRIDGE EXPLORATIONS LIMITED	T.S.E. MATERIAL
MANUFACTURERS HANOVER TRUST CO.	FORM 8-K
MARITIME TELEGRAPH & TELEPHONE CO. LTD.	T.S.E. MATERIAL
MARSHALL MINERALS CORP.	PRESS RELEASE
MASCOT GOLD MINES LIMITED	CERTIF. OF MAILING
MASSEY-FERGUSON LIMITED	10Q 9 MN OC 31 83
MASSEY-FERGUSON LIMITED	PRIVATE PLACEMENTS
MAVERICK URANIUM EXPLORATIONS INC.	AUD. ANN. FIN. STMT.
MAVERICK URANIUM EXPLORATIONS INC.	SHRHLDRS. MTNG. MAT.
MCGRAW-HILL RYERSON LIMITED	PRESS RELEASE
MENORA RESOURCES INC.	IFS 9 MN SE 30 83
MERIDIAN TECHNOLOGIES INC.	CERTIF. OF MAILING
MERIT EXPLORATIONS INC.	PRESS RELEASE
MID TRANSPORTATION SERVICES LTD.	IFS 9 MN SE 30 83
MINERAL RESOURCES INTERNATIONAL LIMITED	IFS 6 MN SE 30 83
MINERAL RESOURCES INTERNATIONAL LIMITED	CERTIF. OF MAILING
MITEL CORPORATION	PRESS RELEASE
MONENCO LIMITED	IFS 9 MN SE 30 83
MORGAN HYDROCARBONS INC.	CERTIF. OF MAILING
MORRISON PETROLEUMS LIMITED	CERTIF. OF MAILING
MOTHER'S RESTAURANTS LIMITED	PROSPECTUS
MPG INVESTMENT CORPORATON LIMITED	PRESS RELEASE
MULTIVEST FUNDS	PRELIM. PROSPECTUS
MUTEC EQUITIES LTD.	CERTIF. OF MAILING
MW RESOURCES LIMITED	CERTIF. OF MAILING
MYW ONE FUND	PROSPECTUS
NATIONAL BANK OF CANADA	DIVIDEND NOTICE
NATIONAL SEA PRODUCTS LIMITED	PRESS RELEASE
NB COOK CORPORATION LTD.	IFS 3 MN AG 31 83
NBU MINES LTD.	CERTIF. OF MAILING
NEW KELORE MINES LTD.	CERTIF. OF MAILING
NEW REALM RESOURCES INC.	IFS 6 MN AG 31 83
NEW REALM RESOURCES INC.	RULING/ORDER/REASONS
NEW TEXMONT EXPLORATIONS LIMITED	ANNUAL REPORT
NEW TEXMONT EXPLORATIONS LIMITED	IFS 3 MN SE 30 83
NEWFOUNDLAND CAPITAL CORPORATION LIMITED	PRESS RELEASE

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ISSUER	TITLE
NORBASKA MINES LIMITED	IFS 9 MN SE 30 83
NORDAIR LTD.	PRESS RELEASE
NORTHERN TELECOM LIMITED	PRESS RELEASE
NORTHERN TELECOM LIMITED	EXEMPT FINANCING NOT
NORTHERN TELECOM LIMITED	PRIVATE PLACEMENTS
NORTHGATE EXPLORATION LIMITED	PRESS RELEASE
NORTHGATE EXPLORATION LIMITED	FORM 27-MAT. CHANGE
NORTHLAND BANK	PRESS RELEASE
NORTHSTAR RESOURCES LTD.	IFS 9 MN SE 30 83
NORTHUMBERLAND MINES LIMITED	ARTICLES OF AMENDMEN
NOVA BEAUCAGE MINES LIMITED	IFS 9 MN SE 30 83
NU-WEST GROUP LIMITED	T.S.E. MATERIAL
OAKWOOD PETROLEUMS LTD.	IFS 9 MN SE 30 83
OAKWOOD PETROLEUMS LTD.	PROSPECTUS
OAKWOOD PETROLEUMS LTD.	APPENDICES TO PRO.
OCCIDENTAL PETROLEUM CORPORATION	IFS 9 MN SE 30 83
OLYMPIA & YORK DEVELOPMENTS LIMITED	PRIVATE PLACEMENTS
OMEGA HYDROCARBONS LTD.	CERTIF. OF MAILING
ONTARIO SECURITIES COMMISSION	DISCOUNT BROKERAGE S
ONTARIO SECURITIES COMMISSION	NEW EXCHANGE TRADED
ORCATECH INC.	SHARES ISSUES AS AT
ORION CAPITAL CORPORATION	DIVIDEND NOTICE
PACIFIC CASSIAR LIMITED	T.S.E. MATERIAL
PACIFIC CASSIAR LIMITED	T.S.E. MATERIAL
PACIFIC WESTERN AIRLINES LIMITED	PROSPECTUS
PALLISER INTERNATIONAL ENERGY INC.	IFS 9 MN SE 30 83
PANCONTINENTAL OIL LTD.	IFS 3 MN SE 30 83
PANCONTINENTAL OIL LTD.	LET. TO SHAREHOLDERS
PAR/MOR III	PRELIM. PROSPECTUS
PARQUET RESOURCES INC.	CERTIF. OF MAILING
PARQUET RESOURCES INC.	PROGRESS REPORT
PATINO N.V.	PRESS RELEASE
PATINO N.V.	PRESS RELEASE
PATINO N.V.	T.S.E. MATERIAL
PEERLESS RUG LIMITED	T.S.E. MATERIAL
PEGA CAPITAL RESOURCES LTD.	TAKEOVER/FORM 35
PEGASUS GOLD LTD.	PRESS RELEASE
PEGASUS GOLD LTD.	T.S.E. MATERIAL
PEOPLES JEWELLERS LIMITED	PRIVATE PLACEMENTS
PETRO-CANADA ENTERPRISES INC.	PRESS RELEASE
PETRO-CANADA ENTERPRISES INC.	PRESS RELEASE
PETRO-SUN INTERNATIONAL INC.	CERTIF. OF MAILING
PETROLANTIC RESOURCES INC.	IFS 6 MN SE 30 83
PETROLANTIC RESOURCES INC.	SHRHLDERS. MTNG. MAT.
PHOENIX CANADA OIL COMPANY LIMITED	IFS 9 MN SE 30 83
POLYCOM SYSTEMS LIMITED	PRESS RELEASE
PRIME ENERGY LTD.	PRIVATE PLACEMENTS
QCTV LTD.	PRELIMINARY ANNUAL R

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QUAKER OATS COMPANY ,THE	BYLAWS AMENDED
QUEENSTON GOLD MINES LIMITED	IFS 9 MN SE 30 83
QUEENSTON GOLD MINES LIMITED	PRESS RELEASE
RAMPART MINES LIMITED	SHRHLDRS. MTNG. MAT.
REAL PROPERTY TRUST OF CANADA	IFS 9 MN SE 30 83
REDPATH INDUSTRIES LIMITED	PRESS RELEASE
REED STENHOUSE COMPANIES LIMITED	MERGER-AMALGAMATION
REED STENHOUSE COMPANIES LIMITED	PRESS RELEASE
REED STENHOUSE COMPANIES LIMITED	PRESS RELEASE
REED STENHOUSE COMPANIES LIMITED	LET. TO SHAREHOLDERS
REITMAN'S (CANADA) LIMITED	T.S.E. MATERIAL
RENABIE MINES (1981) LIMITED	APPLICATION
RENAISSANCE ENERGY LTD.	IFS 9 MN SE 30 83
RESOLUTE PETROLEUMS LIMITED	SHRHLDRS. MTNG. MAT.
RESOLUTE PETROLEUMS LIMITED	LET. TO SHAREHOLDERS
RESOURCE SERVICE GROUP LTD.	T.S.E. MATERIAL
REVENUE PROPERTIES COMPANY LIMITED	PRIVATE PLACEMENTS
RIDGE LAND PROPERTIES LIMITED	PROSPECTUS
ROCK AND RULE (FORMERLY DRATSCO)	AUD. ANN. FIN. STMT.
ROCKWELL INTERNATIONAL CORPORATION	ANNUAL REPORT
ROGERS CABLESYSTEMS INC.	PRESS RELEASE
ROGERS CABLESYSTEMS INC.	PRESS RELEASE
ROSENTHAL COMMODITIES LIMITED	APPLICATION
ROXY PETROLEUM LTD.	CERTIF. OF MAILING
ROYAL BANK OF CANADA, THE	ANNUAL REPORT
ROYAL BANK OF CANADA, THE	SHRHLDRS. MTNG. MAT.
ROYAL BANK OF CANADA, THE	CERTIF. OF MAILING
ROYAL TRUSTCO LIMITED	PRESS RELEASE
ROYEX STURGEX MINING LIMITED	PRESS RELEASE
ROYEX STURGEX MINING LIMITED	PRESS RELEASE
ROYEX STURGEX MINING LIMITED	PRESS RELEASE
RUSSELL INDUSTRIES LIMITED	IFS 9 MN SE 30 83
S.I.S. EXPLORATION CORPORATION	PRESS RELEASE
SAN PAULO EXPLORATIONS INC.	AUD. ANN. FIN. STMT.
SAN PAULO EXPLORATIONS INC.	IFS 3 MN SE 30 83
SANTA'S VILLAGE LIMITED	SHRHLDRS. MTNG. MAT.
SEAGRAM COMPANY LTD.	PRESS RELEASE
SEAGULL RESOURCES LIMITED	IFS 9 MN SE 30 83
SEAQUEST ENERGY LTD.	CERTIF. OF MAILING
SEAWAY MULTI-CORP. LIMITED	IFS 9 MN SE 30 83
SECO-CEMP LIMITED	AUD. ANN. FIN. STMT.
SECO-CEMP LIMITED	SHRHLDRS. MTNG. MAT.
SELKIRK COMMUNICATIONS LIMITED	APPLICATION
SENBROOK TOWNHOUSES LIMITED	SHRHLDRS. MTNG. MAT.
SEVEN EVERGREEN APARTMENTS	AUD. ANN. FIN. STMT.
SHADOWFAX RESOURCES LTD.	PRESS RELEASE
SHAWNESSY (THE)	IFS 9 MN SE 30 83
SHAWNESSY (THE)	CERTIF. OF MAILING

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ISSUER	TITLE
SHELL CANADA LIMITED	T.S.E. MATERIAL
SHININGTREE GOLD RESOURCES INC.	IFS 9 MN SE 30 83
SIGMA MINES (QUEBEC) LIMITED	PRESS RELEASE
SIGMA MINES (QUEBEC) LIMITED	T.S.E. MATERIAL
SIMPSONS-SEARS LIMITED	APPLICATION
SKILL RESOURCES LTD.	PRESS RELEASE
SKILL RESOURCES LTD.	TAKEOVER/FORM 35
SKILL RESOURCES LTD.	T.S.E. MATERIAL
SLATER STEEL INDUSTRIES LIMITED	SHRHLDRS. MTNG. MAT.
SLATER STEEL INDUSTRIES LIMITED	CERTIF. OF MAILING
SLATER STEEL INDUSTRIES LIMITED	PRESS RELEASE
SLATER STEEL INDUSTRIES LIMITED	FORM 27-MAT. CHANGE
SONOR PETROLEUM CORPORATION	PRIVATE PLACEMENTS
SORREL RESOURCES LTD.	IFS 9 MN SE 30 83
SORREL RESOURCES LTD.	IFS 9 MN SE 30 83
SORREL RESOURCES LTD.	T.S.E. MATERIAL
SORREL RESOURCES LTD.	LET. TO SHAREHOLDERS
SPAR AEROSPACE LIMITED	EXEMPT FINANCING NOT
SPAR AEROSPACE LIMITED	EXEMPT FINANCING NOT
SPAR AEROSPACE LIMITED	EXEMPT FINANCING NOT
SUDBURY HOTEL DEVELOPMENT PARTNERSHIP,	PRIVATE PLACEMENTS
SUDBURY HOTEL DEVELOPMENT PARTNERSHIP,	OFFERING MEMORANDUM
SULPETRO LIMITED	PRESS RELEASE
SUMTRA DIVERSIFIED INC.	AUD. ANN. FIN. STMT.
SUMTRA DIVERSIFIED INC.	SHRHLDRS. MTNG. MAT.
SUPERIOR OIL COMPANY	FORM 8-K
SUPERIOR OIL COMPANY	SALE OF 3,702,790 SH
SUPERIOR OIL COMPANY	FORM 8-K
SYDNEY DEVELOPMENT CORPORATION	IFS 6 MN SE 30 83
TANDY CORPORATION	PRESS RELEASE
TANGLEWOOD CONSOLIDATED RESOURCES INC.	LET. TO SHAREHOLDERS
TARGA ELECTRONICS SYSTEMS INC.	PRIVATE PLACEMENTS
TECK CORPORATION	T.S.E. MATERIAL
TECK CORPORATION	PRESS RELEASE
TECK CORPORATION	PRIVATE PLACEMENTS
TECK CORPORATION	PRIVATE PLACEMENTS
TECTONIC ENERGY CORPORATION	PRESS RELEASE
TECTONIC ENERGY CORPORATION	MERGER-AMALGAMATION
TENNECO INC.	QUARTER-ANNUAL FINAN
TENNECO INC.	IFS 9 MN SE 30 83
TERCEL MANAGEMENT LIMITED	NAME CHANGE
THALAMUS ELECTRONICS INC.	OFFERING MEMORANDUM
THALAMUS ELECTRONICS INC.	PRIVATE PLACEMENTS
TIBER ENERGY CORPORATION	CERTIF. OF MAILING
TIE/TELECOMMUNICATIONS CANADA LIMITED	PRESS RELEASE
TOROMONT INDUSTRIES LTD.	PRESS RELEASE
TORONTO FUTURES EXCHANGE, THE	APPLICATION
TORONTO-DOMINION BANK	REPORT ON OPERATIONS

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ISSUER	TITLE
TORONTO-DOMINION BANK	PRESS RELEASE
TOTAL PETROLEUM (NORTH AMERICA) LTD.	IFS 9 MN SE 30 83
TRANS CANADA GLASS LTD.	CERTIF. OF MAILING
TRANS-WESTERN EXPLORATION, INC.	PRIVATE PLACEMENTS
TRANSALTA UTILITIES CORPORATION	T.S.E. MATERIAL
TRANSCANADA PIPELINES LIMITED	PRESS RELEASE
TRANSCANADA PIPELINES LIMITED	PRESS RELEASE
TRANSCANADA PIPELINES LIMITED	PRESS RELEASE
TRANSCANADA PIPELINES LIMITED	PRESS RELEASE
TRANSCANADA PIPELINES LIMITED	T.S.E. MATERIAL
TRANSCANADA PIPELINES LIMITED	PRESS RELEASE
TRANSCANADA PIPELINES LIMITED	LET. TO SHAREHOLDERS
TRANSCANADA PIPELINES LIMITED	T.S.E. MATERIAL
TRANSCANADA PIPELINES LIMITED	T.S.E. MATERIAL
TRANSCANADA PIPELINES LIMITED	PRESS RELEASE
TRAPPER RESOURCES LTD.	PRESS RELEASE
TRAPPER RESOURCES LTD.	SHRHLDRS. MTNG. MAT.
TRICENTROL PLC	IFS 9 MN SE 30 83
TRICENTROL PLC	FORM 6-K
TRILLIUM TELEPHONE SYSTEMS INC.	PROSPECTUS
TRINITY RESOURCES LTD.	CERTIF. OF MAILING
TRIZEC CORPORATION LTD.	EXEMPT FINANCING NOT
TRU-WALL GROUP LIMITED	IFS 6 MN OC 31 83
TUDOR ENERGY CORPORATION LTD.	PRESS RELEASE
TUDOR ENERGY CORPORATION LTD.	PRESS RELEASE
TUNDRA GOLD MINES LIMITED	IFS 6 MN SE 30 83
TUNDRA GOLD MINES LIMITED	LET. TO SHAREHOLDERS
ULSTER PETROLEUMS LTD.	IFS 9 MN SE 30 83
ULTRAMAR CANADA INC.	PRESS RELEASE
UNERGIE INC.	IFS 9 MN SE 30 83
UNERGIE INC.	SHRHLDRS. MTNG. MAT.
UNERGIE INC.	SHRHLDRS. MTNG. MAT.
UNERGIE INC.	LET. TO SHAREHOLDERS
UNICORP CANADA CORPORATION	PRESS RELEASE
UNICORP CANADA CORPORATION	PRESS RELEASE
UNICORP CANADA CORPORATION	PRESS RELEASE
UNICORP CANADA CORPORATION	TAKEOVER/FORM 35
UNION GAS LIMITED	DIVIDEND NOTICE
UNION GAS LIMITED	PRIVATE PLACEMENTS
UNITED CANSO OIL & GAS LTD.	PRESS RELEASE
UNITED HEARNE RESOURCES LTD.	IFS 9 MN SE 30 83
UNITED SISCOE MINES INC.	CHANGE DIRECTORS
VANGUARD TRUST OF CANADA LIMITED	PRIVATE PLACEMENTS
VICTORIA & GREY INVESTMENT FUND	TERMINATION OF FUND
VICTORIA AND GREY TRUST COMPANY	PRESS RELEASE
VICTORIA AND GREY TRUSTCO LIMITED	PRESS RELEASE
VILLACENTRES LIMITED	TAKEOVER/FORM 35
VILLACENTRES LIMITED	T.S.E. MATERIAL

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ISSUER	TITLE
VILLACENTRES LIMITED	TAKEOVER/FORM 35
VILLACENTRES LIMITED	TAKEOVER/FORM 35
VTL VENTURE EQUITIES LTD.	IFS 9 MN SE 30 83
WADDY LAKE RESOURCES INC.	PRESS RELEASE
WALTER E. HELLER CANADA LTD.	IFS 9 MN SE 30 83
WALWYN INC.	ANNUAL REPORT
WALWYN INC.	SHRHLDRS. MTNG. MAT.
WALWYN INC.	APPLICATION
WARREN EXPLORATIONS LIMITED	PRESS RELEASE
WARREN EXPLORATIONS LIMITED	SHRHLDRS. MTNG. MAT.
WARRINGTON INC.	PRESS RELEASE
WEBB & KNAPP CANADA LTD.	IFS 9 MN SE 30 83
WESTERN QUEBEC MINES COMPANY LIMITED	IFS 9 MN SE 30 83
WESTFAIR FOODS LTD.	IFS 40 WK OC 08 83
WESTFIELD MINERALS LIMITED	T.S.E. MATERIAL
WESTFIELD MINERALS LIMITED	EXEMPT FINANCING NOT
WESTFORT PETROLEUMS LTD.	IFS 9 MN SE 30 83
WESTGROWTH PETROLEUMS LTD.	T.S.E. MATERIAL
WESTGROWTH PETROLEUMS LTD.	T.S.E. MATERIAL
WESTGROWTH PETROLEUMS LTD.	T.S.E. MATERIAL
WESTMILLS CARPETS LIMITED	AUD. ANN. FIN. STMT.
WESTMILLS CARPETS LIMITED	SHRHLDRS. MTNG. MAT.
WESTMIN RESOURCES LIMITED	IFS 9 MN SE 30 83
WHARF RESOURCES LTD.	T.S.E. MATERIAL
WHARF RESOURCES LTD.	PRESS RELEASE
WHARF RESOURCES LTD.	PRESS RELEASE
WHITE STAR COPPER MINES LIMITED	IFS 3 MN SE 30 83
WHITE STAR COPPER MINES LIMITED	CERTIF. OF MAILING
WIMBERLEY RESOURCES LTD.	IFS 9 MN SE 30 83
WORLDWIDE EQUITIES LIMITED	FORM 27-MAT. CHANGE
WORLDWIDE EQUITIES LIMITED	T.S.E. MATERIAL
WORLDWIDE EQUITIES LIMITED	PRESS RELEASE
WORLDWIDE EQUITIES LIMITED	T.S.E. MATERIAL
YORK CENTRE CORPORATION	AUD. ANN. FIN. STMT.
YORK RESOURCES N.L.	IFS 3 MN SE 30 83
YORK RUSSEL INC.	IFS 9 MN SE 30 83
YORK RUSSEL INC.	SHRHLDRS. MTNG. MAT.

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CHAPTER 11

NEW ISSUE AND SECONDARY FINANCING

11.1 FINAL RECEIPTS - PROSPECTUSES

11.1.1 BLAZEDALE RESOURCES INC.

Blazedale Resources Inc.

Final receipt issued December 15, 1983 for a prospectus dated December 12, 1983 qualifying for sale 500,000 common shares at \$1.60 each to provide the Company with net proceeds of \$400,000 after commissions but before expenses.

Also qualified is a secondary offering of 175,000 common shares to be offered in the \$1.75 to \$2.75 price range, the proceeds from which will not accrue to the Company.

Promoter: VTL Venture Equities Ltd.

Underwriter: Gordon-Daly Grenadier Limited

11.1.2 CANADIAN ANAESTHETIST'S MUTUAL ACCUMULATING FUND LIMITED

Canadian Anaesthetist's Mutual Accumulating Fund Limited

Receipt issued December 15, 1983 for final prospectus dated December 15, 1983 qualifying Class A shares to be offered at net asset value.

Sales Agent: The Fund, as security issuer.

11.1.3 COLOMA RESOURCES LIMITED

Coloma Resources Limited

Final receipt issued December 14, 1983 for a prospectus dated December 13, 1983 filed by Coloma Resources Limited qualifying for sale in Ontario 400,000 common shares at \$1.00 per share to provide net proceeds to the Company of \$200,000 before deducting expenses of issue.

There will also be a secondary offering of 194,643 common shares to be offered in the \$1.00 to \$1.70 price range, none of the proceeds of which will accrue to the benefit of the Company.

Promoter: Cadre Corporation (Frank Cadesky)

Underwriter: A.C. MacPherson & Co. Limited

11.1.4 GRANITE CAPITAL DEVELOPMENT CORPORATION

Granite Capital Development Corporation

Final receipt issued December 16, 1983 for a prospectus dated December 15, 1983 qualifying for sale a maximum of 1,423,570 common shares at \$5.00 each to net the Company \$6,548,422 before expenses. There is a minimum offering of 50,000 shares.

The common shares are offered on a continuous basis by the Company and through registered securities dealers.

11.1.5 LOBO GOLD & RESOURCES INC.

Lobo Gold & Resources Inc.

Final receipt issued December 14, 1983 for a prospectus dated December 12, 1983 filed by Lobo Gold & Resources Inc. qualifying for sale in Ontario 900,000 common shares at \$1.00 per share to provide net proceeds to the Company of \$450,000 before deducting expenses of issue.

There will also be a secondary offering of 411,638 common shares to be offered for sale in the \$1.00 to \$1.90 price range none of the proceeds of which will accrue to the benefit of the Company.

Promoter: Cadre Corporation (Frank Cadesky)

Underwriter: M. Rash & Co. Limited

11.1.6 MAGNA INTERNATIONAL INC.

Magna International Inc.

Final receipt was issued on December 15, 1983 for a final prospectus dated December 14, 1983 qualifying for sale 2,400,000 Class A subordinate voting shares at \$14.75 per share to net the Corporation an aggregate of \$34,957,440 before expenses.

Agent: McLeod Young Weir Limited

11.1.7 THE NORTH FRONT LIMITED PARTNERSHIP

The North Front Limited Partnership

Final receipt issued December 16, 1983 for a final prospectus dated December 15, 1983, qualifying for sale 1,600 units at \$1,000 per unit to net the Limited Partnership \$1,456,000 before expenses.

Agent: Equion Securities Canada Limited

Promoter: A.M.D. Investments Limited

11.1.8 OMNIBUS COMPUTER GRAPHICS INC.

Omnibus Computer Graphics Inc.

Final receipt issued December 16, 1983 for prospectus dated December 15, 1983 offering 1,400,000 common shares and 700,000 share purchase warrants (offered in units, each consisting of one common share and one-half of a share purchase warrant) at the price of \$3.00 per unit to net the treasury of the Company an aggregate of \$3,906,000.

Underwriter: Bell Gouinlock Limited

11.1.9 FIRST CITY REALFUND

First City Realfund

Final receipt issued December 19, 1983 for a prospectus dated December 19, 1983 qualifying for sale mutual fund units at their net asset value plus a subscription fee.

Promoter: First City Development Corp. Ltd.

11.1.10 INVESTORS REAL PROPERTY FUND

Investors Real Property Fund

Final receipt issued December 19, 1983 for the prospectus dated December 5, 1983 offering Class A and Class B mutual fund units at net asset value plus a sales commission.

Distributor: Investors Syndicate Limited

11.1.11 THE MARLBOROUGH FUND

The Marlborough Fund

Final receipt issued December 19, 1983 for a prospectus dated December 14, 1983 qualifying mutual fund units offered at their net asset value.

A summary statement was filed concurrently with the prospectus.

Distributor: Marlborough Management Corporation Ltd. and registered dealers

11.2 ACCEPTED - RIGHTS OFFERING

11.2.1 BRUNEAU MINING CORPORATION (NPL)

Bruneau Mining Corporation (NPL)

Material acceptable to the Commission was filed on December 14, 1983 pursuant to sections 34(1)14 and 71(1) (h) of the Securities Act (Ontario).

11.3 PRELIMINARY SHORT FORM PROSPECTUS WITHWDRAWN

11.3.1 BRITISH COLUMBIA TELEPHONE COMPANY

British Columbia Telephone Company

The preliminary short form prospectus dated October 29, 1983 has been withdrawn by the Company.

11.4 PRELIMINARY PROSPECTUS WITHDRAWN

11.4.1 AMUSECOR INC.

Amusecor Inc.

The preliminary prospectus dated November 7, 1983 has been withdrawn at the request of the issuer.

11.5 PRELIMINARY PROSPECTUSES RECEIVED

11.5.1 SISMAN'S HOLDINGS LIMITED

December 13, 1983

Sisman's Holdings Limited

National Issue - Ontario

Offering 600,000 common shares at a price of \$2.80 per share.

Underwriters: Goulding, Rose & Turner Limited

11.5.2 CANADIAN COMMERCIAL BANK

December 14, 1983

Canadian Commercial Bank

National Issue - Alberta

Offering \$ * (* shares) \$ * convertible Class A preferred shares, Series 1 (cumulative, redeemable and non-voting) at a price of \$ * per share to yield * % per annum.

Underwriters: Dominion Securities Ames Limited
McLeod Young Weir Limited
Nesbitt Thomson Bongard Inc.
Pemberton Houston Willoughby Incorporated

11.5.3 VENEQUITY CAPITAL CORPORATION

Venequity Capital Corporation

Offering 9,970 units, each unit consisting of 10 common shares at a price of \$1,000 per unit.

Agent: Venequity Capital Corporation

11.5.4 BANK OF MONTREAL

December 15, 1983

Bank of Montreal

Offering \$ * (* shares) Class A preferred shares, Series 3 at a price of \$25 per share to yield initially * % per annum.

Underwriters: Dominion Securities Ames Limited
Wood Gundy Limited
McLeod Young Weir Limited
Nesbitt Thomson Bongard Inc.

11.5.5 DYNAMIC PROSPECTOR FUND

December 16, 1983

Dynamic Prospector Fund

National Issue - Ontario

Offering mutual fund units at a price of \$1.00 per unit. A minimum purchase of 1,000 units is required and a maximum of \$25,000,000 is to be raised.

Agent: McLeod Young Weir Limited

11.5.6 GOLD HILL RESOURCES INC.

Gold Hill Resources Inc.

Offering 400,000 underwritten common shares at a price of 70 cents per share.

Secondary Offering: 100,000 common shares

Underwriter: J. Appleby Securities Limited

11.5.7 CSA MANAGEMENT LIMITED

December 19, 1983

CSA Management Limited

National Issue - Ontario

Offering \$ *, * Class A non-voting shares at a price of \$ * per share.

Underwriter: Merrill Lynch Canada Inc.

11.5.8 MORGAN MANAGED FUNDS

Morgan Managed Funds

National Issue - Ontario

Offering mutual fund units of Morgan Growth Fund, Morgan Income Fund and Morgan Worldwide Fund at the net asset value per unit.

Trustee: Morgan Trust Company of Canada

11.5.9 PRAGO RESOURCES & ENERGY INC.

Prago Resources & Energy Inc.

Offering 550,000 common shares (without par value) at a price of \$1.70.

Secondary Offering: 275,000 shares

Underwriter: M. Rash & Co. Limited

11.5.10 JAEGER CANADA EQUIPMENT LTD.

December 20, 1983

Jaeger Canada Equipment Ltd.

National Issue - Ontario

Offering 225,000 common shares at a price of \$5.00 per share.

Underwriter: Goulding, Rose & Turner Limited

11.6 PRELIMINARY SHORT FORM PROSPECTUS RECEIVED

11.6.1 BRITISH COLUMBIA TELEPHONE COMPANY

December 15, 1983

British Columbia Telephone Company

National Issue - B.C.

Offering \$ * first mortgage bonds, * % Series AJ (redeemable) at a price of * %.

Underwriters: Pitfield Mackay Ross Limited
Dominion Securities Ames Limited

11.7 AMENDMENTS RECEIVED

11.7.1 COLLECTIVE MUTUAL FUND LTD.

December 13, 1983

Collective Mutual Fund Ltd.

Amendment #2 dated December 5, 1983 to prospectus dated March 24, 1983.

11.7.2 PRINCIPAL VENTURE FUND LTD.

Principal Venture Fund Ltd.

Amendment #2 dated December 5, 1983 to prospectus dated April 24, 1983.

11.7.3 WESTHAMPTON COURT

December 19, 1983

Westhampton Court

Amendment #1 dated December 13, 1983 to prospectus dated November 1, 1983.

11.8 ANNUAL INFORMATION FORM RECEIVED

11.8.1 UNION GAS LIMITED

December 19, 1983

Union Gas Limited

An annual informatin form dated December 6, 1983 has been filed by Union Gas Limited.

CHAPTER 12
REGISTRATIONS (NIL)

THERE IS NO MATERIAL FOR THIS CHAPTER
IN THIS ISSUE

CHAPTER 25
OTHER INFORMATION

25.1 TRANSFER WITHIN ESCROW

25.1.1 REDCON GOLD MINES LIMITED

December 16, 1983

Redcon Gold Mines Limited
(Certificate Nos. 2732, 3961, 2159, 2733, 2909 & 3003)

<u>From</u>	<u>To</u>	<u>No. of Shares</u>
Mid-North Engineering Services Limited	Dickenson Mines Limited	54,250

25.2 RELEASE OF ESCROWED SHARES

25.2.1 CONDOR CERAMIC MINERALS LIMITED

December 19, 1983

Condor Ceramic Minerals Limited
(certificate No. C00075)

The Commission hereby consents to the release of 1,950 escrowed shares for purposes of cancellation for the above named issuer.

OTHER INFORMATION

ONTARIO SECURITIES COMMISSION
CORPORATE FINANCE BRANCH

STATISTICS OF FILINGS 1982-83

Comparative monthly and cumulative dollar value
of financial filings accepted November, 1983
(IN \$000'S)

PROSPECTUSES INCLUDING SHORT FORMS *	MONTH						CUMULATIVE			
	1982			1983			-----			
	Equity	Debt		Equity	Debt		1982	1983	Equity	Debt
Bank	-	-		-	-		207,500	-	357,780	-
Film	-	-		-	-		-	-	-	-
Finance	-	50,000		-	-		-	135,000	49,985	-
Industrial	681,276	125,000		438,600	75,000		2,239,757	782,600	2,940,797	918,415
M.U.R.B.	47,995	-		35,144	-		86,692	-	156,604	-
Natural Resource	-	-		-	-		-	-	-	-
- Mining - Junior	2,433	-		2,220	-		12,399	-	36,551	-
- Mining - Other	-	-		9,494	-		4,400	-	287,475	-
- Oil & Gas - Junior	3,124	-		2,550	-		15,568	-	75,619	-
- Oil & Gas - Other	-	-		2,820	-		90,600	-	423,123	-
Oil & Gas Program	2,000	-		-	-		5,000	-	3,195	-
S.B.D.C.	75	-		-	-		9,967	-	3,453	-
Miscellaneous	-	-		19,750	-		79,938	-	666,592	-
Sub Total	736,903	175,000		510,578	75,000		2,751,821	917,600	5,001,174	918,415
EXCHANGE OFFERING PROSPECTUSES	-	-		-	-		-	-	-	-
Industrial	-	-		-	-		-	-	4,125	-
Natural Resource	-	-		-	-		-	-	-	-
- Mining - Junior	100	-		1,500	-		100	-	12,169	-
- Mining - Other	-	-		-	-		-	-	513	-
- Oil & Gas - Junior	-	-		2,000	-		-	-	4,400	-
- Oil & Gas - Other	-	-		-	-		-	-	3,000	-
Sub Total	100	-		3,500	-		100	-	24,207	-
EXEMPT FINANCINGS	-	-		-	-		-	-	-	-
Form 20	327,756	151,650		384,348	103,319		2,564,886	1,454,894	2,745,573	910,385
Form 21	2,983	150		10,463	6,873		21,804	16,581	58,807	19,658
Sub Total	330,739	151,800		394,811	110,192		2,586,690	1,471,475	2,804,380	930,043
TOTAL	1,067,742	326,800		908,889	185,192		5,338,611	2,389,075	7,829,761	1,848,458
*	-	-		225,000	75,000		-	-	1,095,314	747,270

APPENDIX A

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BLAZEDALE RESOURCES INC.	4609
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BRUNEAU MINING CORPORATION (NPL)	4613
CANADIAN ANAESTHETIST'S MUTUAL ACCUMULATING FUND LIMITED	4609
CANADIAN COMMERCIAL BANK	4614
COLLECTIVE MUTUAL FUND LTD.	4617
COLOMA RESOURCES LIMITED	4610
CONDOR CERAMIC MINERALS LIMITED	4621
CSA MANAGEMENT LIMITED	4615
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VE NEQUITY CAPITAL CORPORATION	4614
WESTHAMPTON COURT	4617

DATALINE INC.
175 Bedford Road,
Toronto, Ontario
M5R 2L2
(416) 964-9515

FIRST CLASS MAIL

UNIVERSITY OF TORONTO
SCHOOL OF KINESIS
727 DAVENPORT ST.
TORONTO, ONTARIO
M5S 1A5

011-908-11

JUN 10 1987



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